

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

<b>Disbursement</b>	<b>Date</b>	<b>Vendor/Employee/Dept.</b>	<b>Amount</b>
Out-of-Town Meals	03/28/06	Stuart NL	4.39
Out-of-Town Meals	03/30/06	Springer DE	45.01
Out-of-Town Meals	03/30/06	Springer DE	37.01
Out-of-Town Meals	03/30/06	Springer DE	44.99
Out-of-Town Meals	03/30/06	Herriott AV	1.73
Out-of-Town Meals	03/31/06	Springer DE	45.01
Out-of-Town Meals	03/31/06	Herriott AV	19.79
Out-of-Town Meals	03/31/06	Herriott AV	19.49
Out-of-Town Meals	03/31/06	Herriott AV	14.56
		<b>TOTAL OUT-OF-TOWN MEALS</b>	<b>\$413.00</b>
Outside Research/Internet Services	03/31/06	Global Securities	15.00
		<b>TOTAL OUTSIDE RESEARCH/INTERNET SERVICES</b>	<b>\$15.00</b>
Contracted Catering-NY	03/02/06	Furfaro JP	299.00
		<b>TOTAL CONTRACTED CATERING- NY</b>	<b>\$299.00</b>
CLR/Disclosure	03/31/06	Global Securities	73.92
CLR/Disclosure	03/31/06	Office Admin, D	25.08
		<b>TOTAL CLR/DISCLOSURE</b>	<b>\$99.00</b>
Wireless - Mobile/Cellular/Pager	03/09/06	Meisler RE	27.00
		<b>TOTAL WIRELESS - MOBILE/CELLULAR/PAGER</b>	<b>\$27.00</b>
		<b>TOTAL MATTER</b>	<b>\$10,855.00</b>

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

Delphi Corporation (DIP)  
Employee Matters (Labor Unions)

Bill Date: 05/31/06  
Bill Number: 1108515

NAME	DATE	HOURS	DESCRIPTION
BERKE JS	04/25/06	1.00	PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL (1.0).
BERKE JS	04/26/06	1.50	PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL (1.5).
BERKE JS	04/27/06	8.80	REVIEW BRIEFS, COURT ORDERS, DECLARATIONS (7.6); PREPARE FOR AND PARTICIPATE IN EVENING CONFERENCE CALL (1.2).
BERKE JS	04/28/06	8.30	EARLY MORNING REVIEW OF DECLARATIONS AND BRIEFS (2.8); REVIEW DISCOVERY AND TRIAL ORDER ISSUES, IN PREP FOR MEET AND CONFER (1.9); ATTEND MEET AND CONFER (2.0); CONTINUE REVIEW OF DECLARATIONS AND BRIEFS (1.6).
BERKE JS	04/29/06	2.80	REVIEW DECLARATIONS (1.8); CONFERENCE CALL (1.0).
BERKE JS	04/30/06	3.40	MORNING REVIEW OF DECLARATION AND BRIEFS (2.6); CONFERENCE CALLS (0.8).
		<b>25.80</b>	
BUTLER, JR. J	04/01/06	1.40	REVIEW EMAILS FROM R. ROSENBERG AND R. EISENBERG RE: SECTION 1113/1114 MOTION AND FOLLOW-UP ON SAME (0.4); CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM INCLUDING APPALOOSA DISCOVERY MATTERS (0.4); EMAILS FROM/TO M. SEIDER AND R. ROSENBERG RE: CREDITORS' COMMITTEE COMMENTS ON PROPOSED FORM OF FINAL ORDER (0.3); EMAILS FROM/TO J. SHEEHAN RE: IMPACT OF SPECIAL ATTRITION PROGRAM ON PBGC (0.3).
BUTLER, JR. J	04/02/06	3.10	CONTINUE TO OUTLINE DISCOVERY PROCESS RE: SECTION 1113/1114 LITIGATION (0.6); REVIEW MARCH 30 LETTER FROM B. SIMON (0.3) AND EMAIL TO B. SIMON RE: SAME (0.2); REVIEW EMAILS FROM B. ROSENBERG RE: VARIOUS QUESTIONS AND LOOK INTO SAME (0.3); PREPARE FOR APRIL 3RD LABOR STRATEGY MEETING AT COMPANY IN TROY WITH K. BUTLER, B. SAX ET. AL (0.4); CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM INCLUDING APPALOOSA DISCOVERY MATTERS (1.1); PREPARE FOR APRIL 3RD WEIL CALL RE: SPECIAL ATTRITION PROGRAM (0.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BUTLER, JR. J	04/03/06	3.90	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM INCLUDING APPALOOSA DISCOVERY MATTERS (0.8); REVIEW AND REVISE CHANGES TO PROPOSED ORDER (0.2); REVIEW AND COMMENT ON SUBMISSION TO CREDITORS' COMMITTEE (0.4); PREPARE FOR (0.3) AND ATTEND (1.4) LABOR STRATEGY MEETING WITH K. BUTLER AND B. SAX ET. AL. AT COMPANY IN TROY; EMAIL TO R. ROSENBERG RE: QUESTIONS RE: SECTION 1113 AND 1114 MOTION (0.4); FOLLOW-UP ON PBGC AND COMPASS DUE DILIGENCE MATTERS RE: SPECIAL ATTRITION PROGRAM (0.4).
BUTLER, JR. J	04/04/06	3.40	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM INCLUDING APPALOOSA DISCOVERY MATTERS (1.1); REVIEW AND CONSIDER UCC, WILMINGTON AND SUPPLEMENTAL APPALOOSA OBJECTIONS TO SPECIAL ATTRITION PROGRAM MOTION (1.4); REVIEW AND REVISE PROPOSED ORDER (0.4); FOLLOW-UP ON PBGC POSITION RE: SPECIAL ATTRITION PROGRAM (0.2); TELECONFERENCE WITH K. ZIMAN RE: PREPETITION LENDERS' POSITION ON SPECIAL ATTRITION PROGRAM MOTION (0.3).
BUTLER, JR. J	04/05/06	0.90	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM INCLUDING DISCOVERY MATTERS (0.6); PREPARE FOR APRIL 6TH MEET AND CONFER COUNSEL MEETING RE: SECTION 1113 AND 1114 LITIGATION (0.3).
BUTLER, JR. J	04/06/06	5.10	CONTINUE TO PREPARE FOR APRIL 7TH OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM INCLUDING REVIEW AND REVISION OF OMNIBUS REPLY (0.8) AND WITNESS PREPARATION (1.2); PREPARE FOR (0.7) AND PARTICIPATE IN (1.5) MEET AND CONFER COUNSEL MEETING RE: SECTION 1113 AND 1114 LITIGATION; EMAILS TO/FROM COUNSEL TO OBJECTORS RE POSSIBLE CONSENSUAL LANGUAGE AND OBJECTORS' REJECTION OF SAME (0.6); REVIEW AND REEVALUATE DIP LENDERS' REQUEST FOR MODIFICATION OF PROPOSED ORDER (0.3).
BUTLER, JR. J	04/07/06	5.60	PREPARE FOR (1.9) AND PARTICIPATE IN (3.7) OMNIBUS HEARING BEFORE JUDGE DRAIN IN NEW YORK BANKRUPTCY COURT RE: SPECIAL ATTRITION PROGRAM.

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BUTLER, JR. J	04/09/06	0.70	BEGIN TO REVIEW APRIL 6 MEET AND CONFER DRAFT REPORT (0.3); PREPARE FOR APRIL 10TH LABOR STRATEGY MEETING AT COMPANY IN TROY WITH K. BUTLER, B. SAX ET. AL. (0.4).
BUTLER, JR. J	04/10/06	1.60	CONTINUE TO REVIEW APRIL 6 MEET AND CONFER DRAFT REPORT (0.2); PREPARE FOR (0.2) AND ATTEND (0.4); STRATEGY MEETING AT COMPANY IN TROY WITH K. BUTLER, B. SAX ET AL; PREPARE FOR (0.2) AND PARTICIPATE IN (0.6); MEETING AND LABOR WORKING GROUP TELECONFERENCE AT COMPANY IN TROY RE: 1113/1114 TRIAL PREPARATION AND CALENDAR.
BUTLER, JR. J	04/17/06	2.40	REVIEW AND EVALUATE APPALOOSA REQEUSTS FOR EXPEDITED DISCOVERY RE SECTION 1113/1114 MOTION (0.9); EMAILS TO D. SHERBIN AND WORKING GROUP RE SAME (0.2); REVIEW INFORMATION SHARING MATERIALS FROM B. SIMON (UAW COUNSEL) AND RELATED EMAIL FROM T. JERMAN (0.7); REVIEW EMAILS FROM E. WILSON AND RELATED PBGC STIPULATION (0.3); REVIEW AND EVLAUATE UCC REQUEST FOR LOSS CONTRACTS (0.3).
BUTLER, JR. J	04/18/06	2.10	CONTINUE TO WORK ON PREPARATION OF SECTION 1113/1114 HEARING (1.2); PREPARE FOR APRIL 19TH "LABOR SUMMIT" MEETING (0.6); REVIEW POTENTIAL DISCOVERY REQUESTS TO BE SERVED ON UNIONS (0.3).
BUTLER, JR. J	04/19/06	4.80	PREPARE FOR (0.7) AND PARTICIPATE IN (3.6) "LABOR SUMMIT" MEETING RE: SECTION 1113/1114; REVIEW DRAFT RESPONSE TO UAW INFORMATION SHARING LETTER (0.3); REVIEW APPALOOSA DEPOSITION NOTICE (0.2).
BUTLER, JR. J	04/20/06	1.40	REVIEW APPALOOSA DISCOVERY AND BEGIN TO DRAFT RESPONSE TO APPALOOSA'S DISCOVERY REQUESTS (0.4); REVIEW STATUS OF VARIOUS DISCOVERY MATTERS (0.7); FOLLOW-UP ON DISTRIBUTION OF 3+9 FINANCIAL PERFORMANCE UPDATE TO SECTION 1113 AND 1114 PARTIES (0.3).
BUTLER, JR. J	04/21/06	2.30	BEGIN TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTIONS (1.1); DRAFT RESPONSE TO APPALOOSA'S DISCOVERY REQUEST (0.6); REVIEW STATUS OF VARIOUS DISCOVERY MATTERS (0.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BUTLER, JR. J	04/22/06	4.10	CONTINUE TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTIONS (1.3); REVIEW OMM SUMMARY RE: SAME (0.4); PREPARE FOR (0.4) AND PARTICIPATE IN (1.6) CLIENT WORKING GROUP TELECONFERENCE WITH B. SAX AND OMM, SKADDEN, ROTHSCHILD, FTI AND GROOME PROFESSIONALS; BEGIN TO REVIEW DEMONSTRATIVE EXHIBIT DRAFTS (0.4).
BUTLER, JR. J	04/23/06	2.40	CONTINUE TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTIONS (1.1); CONTINUE TO REVIEW AND REVISE APRIL 6 MEET AND CONFER DRAFT REPORT (0.4); PREPARE FOR APRIL 24TH LABOR STRATEGY MEETING AT COMPANY IN TROY WITH K. BUTLER, B. SAX ET. AL. (0.4); EMAILS TO/FROM T. LAURIA RE: APPALOOSA DISCOVERY (0.2); CONTINUE TO REVIEW PROPOSED DEMONSTRATIVE EXHIBITS (0.3).
BUTLER, JR. J	04/24/06	2.80	CONTINUE TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTION (1.3); PREPARE FOR (0.4) AND PARTICIPATE IN (1.1) EVENING LABOR STRATEGY UPDATE TELECONFERENCE WITH WORKING GROUP.
BUTLER, JR. J	04/25/06	6.60	CONTINUE TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTIONS (0.4); BEGIN TO REVIEW DRAFT OUTLINE OF RESPONSE (0.4); PREPARE FOR (0.3); AND PARTICIPATE IN (0.8); TELECONFERENCE WITH T. JERMAN, D. RESNICK ET. AL. RE: EXPERT REPORT; PREPARE FOR (0.2) AND PARTICIPATE IN (0.4); MEET AND CONFER TELECONFERENCE WITH WHITE & CASE RE: APPALOOSA DISCOVERY; TELECONFERENCE WITH R. ROSENBERG AND CONSIDER UCC PARTICIPATION IN SECTION 1113 (0.3); CONTINUE TO REVIEW AND REVISE APRIL 6 MEET AND CONFER DRAFT REPORT (0.2); PREPARE (0.3); AND PARTICIPATE IN (1.4) EVENING LABOR STRATEGY UPDATE TELECONFERENCE WITH WORKING GROUP; REVIEW APPALOOSA DISCOVERY SUBMISSION TO BANKRUPTCY COURT (0.3); CONTINUE TO REVIEW PROPOSED EXHIBITS (0.4); REVIEW AND REVISE D. RESNICK EXPERT REPORT DECLARATION (0.6) REVIEW AND REVISE DRAFT ORDER APPROVING SPECIAL ATTRITION PROGRAM (0.4); REVIEW WILMINGTON TRUST DISCOVERY MATTERS (0.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

BUTLER, JR. J	04/26/06	4.70	CONTINUE TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTIONS (0.8); CONTINUE TO REVIEW DRAFT OUTLINE OF RESPONSE (0.7); REVIEW INFORMATION SHARING SUMMARIES FROM FTI (0.4); REVIEW CURRENT DEPOSITION DISCOVERY SCHEDULE AND PREPARATION STATUS FOR SAME (0.7); FOLLOW-UP RE APRIL 25TH MEET AND CONFER WITH APPALOOSA (0.3); REVIEW AND EVALUATE COMAIR SECTION 1113 DECISION (0.4); REVIEW MEMO RE LOGISTICS AND REQUIREMENTS FOR SERVICE OF DEBTORS' OMNIBUS REPLY (0.3); REVIEW AND EVALUATE PENDING DISPUTES RE WILMINGTON TRUST'S SECTION 1113 AND 1114 DISCOVERY REQUEST (0.3); REVIEW AND REVISE DRAFT CHAMBERS LETTER RE APPALOOSA MATTERS (0.4); REVIEW AND EVALUATE UAW PRECLUSION MOTION (0.4).
BUTLER, JR. J	04/27/06	4.30	TELECONFERENCES WITH B. SIMON RE: MEET AND CONFER MATTERS (0.4, 0.2); REVIEW AND FINALIZE DELPHI RESPONSE TO WHITE & CASE SUBMISSION TO BANKRUPTCY COURT RE: APPALOOSA DISCOVERY MATTERS (1.4); BEGIN TO PREPARE FOR APRIL 28TH MEET AND CONFER CONFERENCE WITH INTERNATIONAL UNIONS (0.6); WORK ON NUMEROUS DISCOVERY MATTERS WITH D. SPRINGER AND T. JERMAN (0.6); FOLLOW-UP ON WILMINGTON TRUST DISCOVERY MATTERS (0.3); PREPARE FOR (0.2) AND PARTICIPATE IN WORKING GROUP TELECONFERENCE (0.4); REVIEW REVISED SPECIAL ATTRITION PROGRAM ORDER (0.2).
BUTLER, JR. J	04/28/06	5.10	REVIEW AND REVISE APRIL 6TH MEET AND CONFER REPORT (1.8); PREPARE FOR (0.8) AND PARTICIPATE IN (1.7) MEET AND CONFER CONFERENCE WITH THE UCC AND INTERNATIONAL UNIONS; BEGIN TO REVIEW REPLY BRIEF (0.6); TELECONFERENCE WITH B. SAX (0.2).
BUTLER, JR. J	04/29/06	3.60	TELECONFERENCE WITH B. SIMON RE: MAY 1ST APPALOOSA MEET AND CONFER (0.3); CONTINUE TO PREPARE FOR MAY 1ST APPALOOSA MEET AND CONFER (0.4); PREPARE FOR (0.4) AND PARTICIPATE IN (1.3) WORKING GROUP TELECONFERENCE WITH 1113/1114 DEPOSITION, WITNESS PREPARATION AND TRIAL PREPARATION; REVIEW UNION EXPERT REPORTS (0.8); BEGIN TO REVIEW AND REVISE MEET AND CONFER REPORT (0.4).

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BUTLER, JR. J	04/30/06	5.40	CONTINUE TO REVIEW AND ANALYZE SECTION 1113/1114 OBJECTIONS (0.6); BEGIN TO REVIEW AND REVISE APRIL 6 AND 28 JOINT MEET AND CONFER DRAFT REPORT (1.4); PREPARE FOR MAY 1ST CHAMBERS CONFERENCE RE: APPALOOSA (0.6); CONTINUE TO REVIEW PROPOSED DEMONSTRATIVE EXHIBITS (0.4); REVIEW AND REVISE SECTION 1113/1114 REPLY MEMORANDUM (1.3); PREPARE FOR (0.2) AND PARTICIPATE IN (0.9); WORKING GROUP TELECONFERENCE WITH 1113/1114 DEPOSITION, WITNESS PREPARATION AND TRIAL PREPARATION.
		77.70	
COCHRAN EL	04/22/06	2.10	PARTICIPATE IN UPDATE CALL WITH CLIENT ON 1113/1114 MOTIONS (2.1).
		2.10	
FURFARO JP	04/03/06	3.00	CONFERENCE WITH B. SAX, K. BUTLER, T. JERMAN, AND LABOR TEAM RE: LABOR ISSUES (1.5); REVIEW OF UAW CORRESPONDENCE (0.7); REVIEW OF IUE AND USW CORRES. (0.4); REVIEW MATERIALS FOR RESPONSE (0.3); REVIEW REQUEST FOR DOCUMENTS (0.1).
FURFARO JP	04/04/06	3.90	REVIEW OF DECLARATION OF J. SHEEHAN FOR ATTRITION PLAN MOTION (0.9); REVIEW OF DECLARATION OF K. BUTLER FOR ATTRITION PLAN MOTION (0.9); RESPOND TO RETURN OF DOCUMENTS FROM PRINTER (0.2); REVIEW OF RESPONSES/OPPOSITION TO ATTRITION PLAN MOTION (1.3); REVIEW OF UNION CORRESPONDENCE (0.6).
FURFARO JP	04/05/06	1.80	REVIEW OF UNION REQUEST FOR INFORMATION (0.1); REVIEW OF OPPOSITION TO ATTRITION MOTION (1.0); PREPARE FOR STATUS CONFERENCE (0.7).
FURFARO JP	04/06/06	4.60	PREPARE FOR 1113 MEET AND CONFER (1.6); REVIEW OF OPPOSITION/REPLY TO ATTRITION PLAN MOTION (1.5); MEET AND CONFER WITH UNION COUNSEL (1.5).
FURFARO JP	04/07/06	3.70	REVIEW OF MEMO RE: MEET AND CONFER (1.1); REVIEW OF NOTES (0.9); REVIEW OF COMMITTEE REPORTS (0.9); REVIEW OF INFO REQUESTS/RESPONSES (0.8).
FURFARO JP	04/10/06	3.10	CONFERENCES WITH K. BUTLER, B. SAX, T. JERMAN, B. SIGEL TO REVIEW LABOR ISSUES (1.0); REVIEW OF DOCUMENT REQUESTS/INTERROGATORIES (0.4); REVIEW OF UPDATED REPORT FOR COURT (0.5); CONFERENCE WITH B. SIEGEL, B. SAX, T. JERMAN, D. SPRINGER RE: 1113 LITIGATION (0.8); REVIEW OF EXPERT REPORTS (0.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FURFARO JP	04/11/06	2.40	REVIEW OF DECLARATIONS/SUPPORTING MATERIALS FOR DISCOVERY (1.6); REVIEW OF DISCOVERY REQUESTS BY IUE/RESPONSE (0.6); REVIEW OF CALENDAR (0.2).
FURFARO JP	04/12/06	1.70	REVIEW OF 10K/REVISIONS (0.8); REVIEW OF MATERIAL RE: ATTRITION RESPONSE (0.9).
FURFARO JP	04/13/06	1.50	REVIEW OF DOCUMENT REQUESTS/RESPONSE (0.4); REVIEW OF MATERIALS FOR EXHIBIT PREPARATION (1.1).
FURFARO JP	04/17/06	2.20	REVIEW OF RESPONSE TO UNION CORRES. (0.7); SCHEDULING FOR MEETING (0.2); REVIEW OF POTENTIAL TRIAL MATERIALS (1.3).
FURFARO JP	04/18/06	4.40	REVIEW OF DRAFT DOCUMENT REQUEST (0.9); REVIEW OF DATA BASE MATERIALS FOR HEARING (1.7); REVIEW OF RESEARCH RE: 11 13 MOTION/RESPONSIVE ITEMS (1.8).
FURFARO JP	04/19/06	5.10	CONFERENCE WITH T. JERMAN, L. HASSEL AND WORKING GROUP TO PREPARE FOR 1113/1114 LITIGATIONS (3.8); REVIEW OF DRAFT USW CORRES. (0.3); REVIEW OF DOCUMENT REQUEST/REVISIONS (0.7); REVIEW OF PBGC STIPULATION (0.3).
FURFARO JP	04/20/06	3.60	REVIEW OF MATERIALS FOR POSSIBLE TRIAL EXHIBITS (1.3); REVIEW OF UNION LEGAL ARGUMENTS IN PRIOR MATTERS (1.2); REVIEW OF ISSUES RE: SALE OF FACILITY (0.6); REVIEW OF PBGC STIPULATION (0.1); REVIEW OF CALENDAR/PARTICIPATION BY VARIOUS REPRESENTATIVES (0.4).
FURFARO JP	04/21/06	2.90	REVIEW OF TRIAL EXHIBITS/BACKGROUND MATERIAL (1.4); REVIEW OF RESPONSES TO 1113 MOTION (1.5).
FURFARO JP	04/22/06	3.50	REVIEW OF RESPONSES FOR 1113/1114 MOTION (2.0); CONFERENCE WITH T. JERMAN, B. SAX AND WORKING GROUP TO DISCUSS LABOR ISSUES/REPLY (1.5).
FURFARO JP	04/23/06	2.50	CONFERENCE WITH T. JERMAN AND ROTHSCHILD RE: EXPERT REPORT (0.5); REVIEW OF FINANCIAL RESULTS (0.5); REVIEW OF RESPONSES/AUTHORITIES TO DEBTORS MOTION (1.5).
FURFARO JP	04/24/06	4.30	REVIEW OF DATA ROOM REQUEST/UPDATES (1.2); REVIEW OF DRAFTS OF EXHIBITS/REVISIONS (1.3); RESEARCH FOR RESPONSE TO UNION ARGUMENTS (1.1); CONFERENCE WITH B. SAX, T. JERMAN AND WORKING GROUP RE: LABOR ISSUES (0.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FURFARO JP	04/25/06	7.10	REVIEW OF DISCOVERY REQUESTS/RESPONSES (1.1); PREP/REVIEW OF EXPERT REPORT (2.2); REVIEW OF SUPPLEMENTS TO REPORTS/DISCLOSURES FOR EXPERTS (1.3); REVIEW OF OUTLINE FOR RESPONSES (0.4); CONFERENCE WITH B. SAX, T. JERMAN AND WORKING GROUP (1.5); REVIEW MATERIALS FOR WITNESS PREPARATION (0.6).
FURFARO JP	04/26/06	8.30	WITNESS PREPARATION IN TROY (2.7); REVIEW OF OUTLINE FOR REPLY BRIEF (2.4); CONFERENCE WITH WORKING GROUP TO REVIEW REPLY ARGUMENTS (0.8); CONFERENCE WITH UAW COUNSEL TO DISCUSS DISCOVERY ISSUES (0.3); REVIEW OF DISCOVERY ISSUES/RESPONSE TO 1113 MOTION (1.1); CONFERENCE WITH WORKING GROUP TO REVIEW LABOR ISSUES (1.0).
FURFARO JP	04/27/06	8.10	ATTEND DEPOSITIONS OF BUTLER/QUICK (6.0); REVIEW OF COURT PAPERS RE: PARTICIPATION OF THIRD PARTIES IN 1113/1114 PROCESS (1.8); POINTS FOR MEET AND CONFER (0.3).
FURFARO JP	04/28/06	8.50	REVIEW OF STATUS OF DOCUMENT REQUESTS/RESPONSES (1.1); PREPARE WITH WORKING GROUP FOR MEET AND CONFER (1.0); REVIEW OF PRIOR MEETING/REPORT FOR CIRCULATION (0.8); MEET AND CONFER WITH REPRESENTATIVES OF THE UNIONS (1.4); ITEMS FOR NEW REPORT (0.2); REVIEW OF DRAFT OF REPLY BRIEF/RESEARCH (2.1); REVIEW OF DRAFT OF TRUST EXHIBITS (0.9); REVIEW OF DEPOSITION TRANSCRIPTS (1.0).
FURFARO JP	04/29/06	6.30	REVIEW OF DRAFT REPLY/UNION BRIEFS (2.4); REVIEW OF REVISED DEMONSTRATIVE EXHIBITS (0.9); TELECONFERENCE WITH B. SAX, T. JERMAN AND WORKING GROUP RE: LABOR ISSUES/REPLY MEMO (1.2); REVIEW OF EXPERT REPORTS (1.8).
FURFARO JP	04/30/06	7.20	REVIEW OF DRAFT MEET AND CONFER REPORT (1.1); REVIEW OF REVISED REPLY BRIEF (1.7); CONFERENCE WITH B. SAX, T. JERMAN AND WORKING GROUP (0.3); REVIEW OF DRAFT SUPPLEMENTAL DECLARATIONS (2.8); REVIEW OF WITNESS SCHEDULE (0.3); CONFERENCE WITH B. SAX, T. JERMAN, B. SIEGEL AND WORKING GROUP TO PREPARE WITNESSES (1.0).

99.70

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MARAFIOTI KA	04/03/06	1.90	WORK ON RESPONSES TO COMMITTEE INQUIRIES RE: ATTRITION PLAN (0.3); TELECONFERENCE RE: LABOR ISSUES WITH K. BUTLER, B. SHAW, B. SAX (1.4); CORRESPONDENCE RE: 1113/1114 MEET-AND-CONFER (0.2).
MARAFIOTI KA	04/04/06	1.90	WORK ON DECLARATION OF SHEEHAN RE: ATTRITION PLAN (0.5); REVIEW CORRESPONDENCE WITH W. GOTSHAL RE: ATTRITION PLAN (0.1); WORK ON DISCOVERY ISSUES IN CONNECTION WITH ATTRITION MOTION (0.4); REVIEW GM RESPONSE TO ATTRITION PLAN MOTION (0.2) REVIEW WILMINGTON TRUST LIMITED OBJECTION TO ATTRITION PLAN MOTION (0.2); CORRESPONDENCE RE: ATTRITION PLAN DISCOVERY (0.2); BEGIN REVIEW OF COMMITTEE'S LIMITED OBJECTION TO ATTRITION PLAN (0.3).
MARAFIOTI KA	04/05/06	0.60	TELECONFERENCE WITH M. KESSLER RE: DECLARATIONS IN SUPPORT OF ATTRITION MOTION (0.3); OTHER CORRESPONDENCE RE: ATTRITION MOTION (0.3).
MARAFIOTI KA	04/06/06	3.60	WORK ON REPLY TO GM OBJECTIONS TO ATTRITION PROGRAM (0.7); MEETING WITH B. SAX AND T. JERMAN TO PREPARE FOR LABOR MEET-AND-CONFER (0.8); WORK ON REPLY TO OBJECTION TO HOURLY ATTRITION PROGRAM (1.8); ATTEND LABOR MEET-AND-CONFER (0.3).
MARAFIOTI KA	04/10/06	1.20	REVIEW SUMMARY OF 1113/1114 MEET-AND-CONFER (0.4); STRATEGY CALL WITH O'MELVENY AND CLIENT RE: 1113/1114 TRIAL AND DISCOVERY (0.8).
MARAFIOTI KA	04/11/06	0.10	TELECONFERENCE WITH J. KASTIN RE: LABOR ISSUES (0.1).
MARAFIOTI KA	04/12/06	0.10	REVIEW NOTICE OF EXHIBITS TO BUTLER DECLARATION (0.1).
MARAFIOTI KA	04/14/06	0.20	CORRESPONDENCE RE: 1113 DISCOVERY (0.2).
MARAFIOTI KA	04/17/06	0.30	CORRESPONDENCE RE: LABOR ISSUES (0.3).
MARAFIOTI KA	04/18/06	0.20	REVIEW APALOOSA PRELIMINARY OBJECTION TO 1113/1114 MOTION (0.2).
MARAFIOTI KA	04/19/06	3.80	TELECONFERENCE WITH O'MELVENY, GROM RE: 1113/1114 (3.8).
MARAFIOTI KA	04/20/06	1.80	REVIEW AND REVISE ATTRIBUTION ORDER (0.3); TELECONFERENCE FROM J. TANNENBAUM RE: 1113 DISCOVERY (0.3); RELATE CORRESPONDENCE (0.3); DIRECT RESE (0.4); REVIEW UNION PAPERS RE: 1113/1114 (0.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MARAFIOTI KA	04/21/06	2.00	CORRESPONDENCE M. KESSLER RE: LABOR ISSUES (0.2); REVIEW LABOR CORRESPONDENCE (0.6); DEVELOP STRATEGY RE: LABOR MATTERS (1.2).
MARAFIOTI KA	04/22/06	2.00	STRATEGY TELECONFERENCE WITH O'MELVENY, COMPANY, AND GROOM RE: 1113/1114 RESPONSIVE PLEADINGS AND DISCOVERY (2.0).
MARAFIOTI KA	04/24/06	1.90	CORRESPONDENCE RE: 1113 DISCOVERY AND RELATED MATTERS (0.5); DEVELOP TRIAL STRATEGY WITH CLIENT AND O'MELVENY (0.9); REVIEW AND REVISE ATTRITION PROGRAM ORDER (0.5).
MARAFIOTI KA	04/25/06	9.90	STRATEGY TELECONFERENCE WITH O'MELVENY, ROTHSCHILD, COMPANY RE: RESNICK DECLARATION AND 1113 STRATEGY (1.0); WORK ON WACHTER SUPPLEMENTAL DECLARATION (1.0); WORK ON COMPLIANCE WITH RULE 26(A)(2)(B) (1.0); CORRESPONDENCE B. CECOTTI RE: DEPOSITIONS (0.2); WORK ON SUPPLEMENTAL EXPERT REPORTS (2.6); REPORT ON CALL WITH APPALOOSA RE: DISCOVERY (0.2); CONTINUE WORK ON ATTRITION ORDER (0.3); WORK ON SERVICE ISSUES IN CONNECTION WITH RESNICK DECLARATION (0.3); DEVELOP TRIAL STRATEGY (1.1); REVIEW CORRESPONDENCE RE: LABOR ISSUES AND DISCOVERY (0.8); ADDITIONAL STRATEGY CALL WITH O'MELVENY AND COMPANY (1.4).
MARAFIOTI KA	04/26/06	6.10	CORRESPONDENCE RE: LABOR MATTERS (0.3); WORK ON LETTER TO COURT RE: APPALOOSA (0.5); RESEARCH STANDING ISSUES (0.9); MEET-AND-CONFER CALL WITH B. CECOTTI AND B. LEVINE WITH T. JERMAN AND B. SAX RE: APRIL 25 LETTER (0.5); WORK ON OUTLINE FOR BRIEF (1.0); CORRESPONDENCE WITH COHEN WEISS (0.2); DEVELOP TRIAL STRATEGY (0.8); SECOND TELECONFERENCE WITH CECOTTI (0.1); REVIEW COMMITTEE COMMENTS TO ATTRITION ORDER (0.2); CORRESPONDENCE RE: JP MORGAN DISCOVERY (0.2); CORRESPONDENCE RE: ATTRITION ORDER (0.2); STRATEGY TELECONFERENCE RE: LABOR ISSUES WITH O'MELVENY AND COMPANY (1.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MARAFIOTI KA	04/27/06	7.60	DID RESEARCH RE: 1113 ISSUES (2.1); DEVELOP TRIAL STRATEGY (2.2); CORRESPONDENCE TO AND FROM UNIONS RE: MEET-AND-CONFER (0.7); TELECONFERENCE WITH B. MEHLSACK RE: MEET-AND-CONFER (0.1); TELECONFERENCES WITH L. PATTERSON RE: MEET-AND-CONFER (0.2); LABOR STRATEGY TELECONFERENCE WITH O'MELVENY, COMPANY, FTI, ROTHSCHILD (1.3); REVIEW CORRESPONDENCE RE: LABOR MATTERS (0.7); APPALOOSA CORRESPONDENCE (0.3).
MARAFIOTI KA	04/28/06	6.40	PREPARE WITH O'MELVENY FOR MEET-AND- CONFER (0.7); ATTEND MEET-AND-CONFER WITH UAW, USW, IUE, IBOE COUNSEL, O'MELVENY, AND CLIENT RE: DISCOVERY (1.8); FOLLOWUP CONFERENCES AND STRATEGY DEVELOPMENT WITH LABOR TEAM (2.2); CORRESPONDENCE RE: LABOR MATTERS (0.5); FILE REVIEW (1.2).
MARAFIOTI KA	04/29/06	5.80	REVIEW AND REVISE OMNIBUS REPLY BRIEF RE: 1113/1114 (2.5); TELECONFERENCES WITH O'MELVENY, COMPANY, ROTHSCHILD, AND GROOM RE: BRIEF (1.1); CONTINUE WORK ON BRIEF (2.2).
MARAFIOTI KA	04/30/06	14.10	CONTINUE TO REVIEW AND REVISE 1113/1114 REPLY BRIEF (3.9); LABOR STRATEGY CALLS WITH O'MELVENY, GROOM, BETH SAX (1.5); WORK ON TRIAL STRATEGY (1.2); WORK ON GERLING REPLY DECLARATION (1.0); WORK ON K. BUTLER REPLY DECLARATION (1.0); WORK ON GUGLIELMO REPLY DECLARATION (1.0); WORK ON SHAW REPLY DECLARATION (1.5); WORK ON KIDD REPLY DECLARATION (1.0); WORK ON QUICK REPLY DECLARATION (0.8); WORK ON SHEEHAN REPLY DECLARATION (1.2).

**71.50**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

PANAGAKIS GN	04/24/06	5.50	REVIEW DECLARATIONS AND RELATED MATERIALS (4.4); PARTICIPATE ON TELECONFERENCES RE: PREPARATION OF REPLY BRIEF AND UPCOMING HEARING (1.1).
PANAGAKIS GN	04/25/06	5.60	CONTINUE TO REVIEW DECLARATIONS AND RELATED MATERIALS (3.4); PARTICIPATE ON CALLS RE: PREPARATION OF REPLY BRIEF AND UPCOMING HEARING (0.9); REVIEW CASE LAW (1.3).
PANAGAKIS GN	04/26/06	2.80	REVIEW AND COMMENT ON OUTLINE OF REPLY BRIEF (1.4); PARTICIPATE ON CALL RE: COMMENTS TO SAME (0.8); PARTICIPATE ON FOLLOW-UP CALLS RE: NEXT STEPS (0.6).
PANAGAKIS GN	04/27/06	2.40	PARTICIPATE ON CALLS AND REVIEW OF CORRESPONDENCE WITH LABOR TEAM RE: PREPARATIONS FOR UPCOMING HEARING (2.4).
PANAGAKIS GN	04/28/06	1.10	PARTICIPATE ON TELECONFERENCES AND REVIEW OF CORRESPONDENCE WITH LABOR TEAM RE: PREPARATIONS FOR UPCOMING HEARING (1.1).
PANAGAKIS GN	04/29/06	1.80	REVIEW DRAFT REPLY BRIEF (1.1); REVIEW DRAFT DECLARATIONS (0.7).
PANAGAKIS GN	04/30/06	4.50	REVIEW AND COMMENT ON DRAFT OF REPLY BRIEF (1.2); TELECONFERENCE WITH LABOR TEAM RE: SAME (1.5); TELECONFERENCE WITH T. JERMAN RE: SAME (0.2); PARTICIPATE ON WITNESS PREPARATION CALL (0.7); PARTICIPATE ON EVENING CALL RE: FINALIZING REPLY BRIEF (0.9).

**23.70**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SPRINGER DE	04/03/06	4.80	TELECONFERENCE WITH SENIOR STAFF RE: LABOR MOTIONS AND DISCOVERY (1.3); PREPARATION FOR DEFENSE OF J. SHEEHAN AND K. BUTLER DEPOSITIONS RE: HUMAN ATTRITION PROGRAM MOTION (1.5); REVIEW OBJECTIONS TO HUMAN ATTRITION PROGRAM MOTION (0.7); TELECONFERENCE WITH SENIOR STAFF RE: LABOR MOTIONS AND DISCOVERY (1.3).
SPRINGER DE	04/04/06	5.30	PREPARE FOR DEPOSITION OF J. SHEEHAN AND K. BUTLER (1.5); CONFERENCE WITH K. BUTLER RE: PREPARATION FOR DEPOSITION ON ATTRITION PROGRAM (1.1); REVIEW OBJECTIONS TO ATTRITION PLAN MOTION FILED BY UCC AND APPALOOSA (1.2); PREPARE FOR ATTRITION PLAN HEARING (1.5).
SPRINGER DE	04/05/06	5.60	PREPARATION FOR AND DEFEND DEPOSITION OF KEVIN BUTLER (4.5); PREPARATION FOR HEARING ON HUMAN ATTRITION PLAN MOTION, INCLUDING EXAM OUTLINES AND SCRIPT (1.1).
SPRINGER DE	04/06/06	8.10	PREPARATION FOR HEARING ON ATTRITION PROGRAM MOTION (4.1); CONFERENCE WITH SENIOR WORKING GROUP RE: HEARING (2.1); PREPARATION FOR AND ATTENDANCE AT MEET AND CONFER RE: 1113/14 MOTIONS (1.9).
SPRINGER DE	04/07/06	4.70	PREPARATION FOR HEARING (1.0); ATTENDANCE AT SIXTH OMNIBUS, INCLUDING HEARING FOR ATTRITION PROGRAM MOTION (3.7).
SPRINGER DE	04/10/06	1.30	CONFERENCE CALL RE: 1113/1114 MOTIONS AND DISCOVERY (1.3).
SPRINGER DE	04/11/06	2.60	TELECONFERENCE RE: 1113/14 MOTIONS AND DISCOVERY (1.5); DRAFT LETTER TO T. KENNEDY RE: DISCOVERY ISSUE (1.1).
SPRINGER DE	04/13/06	1.00	ATTENTION TO 1113/14 DISCOVERY ISSUES (1.0).
SPRINGER DE	04/19/06	2.50	SENIOR STRATEGY SESSION RE: 1113/14 MOTIONS (2.5).
SPRINGER DE	04/26/06	2.00	DRAFT CORRESPONDENCE TO E. FOX RE: SECTION 1113/14 DISCOVERY ISSUES (1.1); TELECONFERENCE RE: SECTION 1113/14 DISCOVERY (0.9).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

SPRINGER DE	04/27/06	7.00	REVIEW GM CORRESPONDENCE TO THE COURT RE: DISCOVERY ISSUES (0.5); REVIEW CORRESPONDENCE FROM E. FOX RE: DISCOVERY ISSUES RE: SECTION 1113/14 MOTION (0.5); TELECONFERENCE WITH E. FOX RE: SECTION 1113/14 MEET AND CONFER (0.5); SENIOR WORKING GROUP CONFERENCE CALL RE: SECTION 1113/14 MOTION (1.1); DRAFT MESSAGES TO APPALOOSA AND FOX RE: VIRTUAL DATA ROOM (0.3); FINALIZE AND SEND CORRESPONDENCE TO THE COURT RE: APPALOOSA DISCOVERY ISSUE (0.6); FINALIZE AND SEND CORRESPONDENCE TO THE COURT RE: GM DISCOVERY ISSUE (0.5); REVIEW TRANSCRIPTS OF DEPOSITIONS RE: SECTION 1113/14 MOTION (2.1); REVIEW GM REPLY LETTER TO THE COURT RE: DISCOVERY (0.4); PREPARATION FOR SENIOR WORKING GROUP CONFERENCE CALL RE: SECTION 1113/14 DISCOVERY (0.5).
SPRINGER DE	04/28/06	6.90	TELECONFERENCE RE: PREPARATION FOR SECTION 1113/14 MEET AND CONFER WITH UNIONS (1.0); TELECONFERENCE MEET AND CONFER WITH UNIONS (1.2); REVIEW DRAFT OUTLINE REPLY BRIEF RE: SECTION 1113/14 MOTIONS (1.2); REVIEW UAW EXPERT REPORTS AND OUTLINE POINTS FOR REBUTTAL (3.5).
SPRINGER DE	04/29/06	3.40	TELECONFERENCE WITH WORKING GROUP RE: EXPERT REBUTTAL DECLARATIONS (1.5); TELECONFERENCE MEET AND CONFER WITH UAW RE: SECTION 1113/14 DISCOVERY (0.5); REVIEW DRAFT DECLARATIONS OF SHAW AND GUGLIELMO (0.9); TELECONFERENCE WITH R. EISENBERG RE: REPLY DECLARATION (0.5).
		55.20	
<b>Total Partner</b>		355.70	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MATZ TJ	04/03/06	2.90	TELECONFERENCE WITH M. KESSLER, J. TANNENBAUM, M. BIENENSTOCK RE: ATTRITION MOTION (0.4); FOLLOW UP WORK RE: SAME (0.3); FOLLOW UP WORK RE: ATTRITION PLAN DISCOVERY, DEPOSITIONS (0.6); CORRESPONDENCE AND WITH COUNSEL TO INTERNATIONAL UNIONS RE: 1113/1114 MEET AND CONFER FOR APRIL 6 (0.9); FOLLOW UP INQUIRES RE: MOTION AND MATERIALS (0.7).
MATZ TJ	04/04/06	5.00	CORRESPONDENCE WITH H. BAER RE: ATTRITION MOTION DEPOSITIONS (0.2); FOLLOW UP WORK RE: SAME (0.2); REVIEW AND FORWARD TO CHAMBERS APPALOOSA PROTECTIVE ORDER (0.2); WORK ON 1113/1114 MEET AND CONFER (0.9); CORRESPONDENCE WITH COUNSEL RE: SAME (0.6); REVIEW AND FORWARD 1113/1114 EXHIBITS TO REQUESTING PARTIES (0.5); REVIEW GM RESPONSE IN SUPPORT OF ATTRITION MOTION (0.2); WORK ON UCC INQUIRES RE: ATTRITION MOTION (0.7); REVIEW UCC LIMITED RESPONSE TO ATTRITION PROGRAM (0.4); FOLLOW UP WORK RE: SAME (0.2); TELECONFERENCES AND CORRESPONDENCE WITH COUNSEL RE: 1113/1114 MEET AND CONFER (0.5); FOLLOW UP WORK RE: SAME (0.4).
MATZ TJ	04/05/06	4.40	REVIEW AND COMMENT ON HOURLY OMNIBUS REPLY RE: OBJECTIONS TO ATTRITION PROGRAMS (0.9); REVIEW CORRESPONDENCE FROM IBEW AND IAM RE: INFORMATION REQUESTS (0.3); FOLLOW UP WORK RE: SAME (0.8); TELECONFERENCES WITH B. SAX RE: SAME (0.3); WORK ON MATTERS RE: APRIL 6TH 1113/1114 MEET AND CONFER AND COUNSEL MEETING BEFORE MEET AND CONFER (1.6); ALL CORRESPONDENCE WITH COUNSEL RE: SAME (0.5).
MATZ TJ	04/06/06	4.90	REVIEW AND COMMENT ON OMNIBUS REPLY TO OBJECTIONS RE: HOURLY ATTRITION PROGRAM MOTION (1.8); FINALIZE SAME FOR FILING (0.3); DISCUSSION WITH B. SAX RE: SAME (0.3); CONTINUING PREPARATION FOR 1113/1114 MEETING AND CONFER (0.8); FOLLOW UP WORK RE: AGENDA MATTERS FOR 1113/1114 MEET AND CONFER (0.6); PRE-MEETING WITH COUNSEL RE: MEET AND CONFER (0.3); PARTICIPATE IN MEETING WITH B. SAX, T. JERMAN, J. KASTIN RE: 1113/1114 MEET AND CONFER (0.8).
MATZ TJ	04/08/06	0.20	COMMENT ON 4/6/06 MEET AND CONFER REPORT (0.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MATZ TJ	04/10/06	2.10	CORRESPONDENCE WITH J. HARTLEY RE: DOCUMENT REQUEST AND VIRTUAL DATA ROOM (0.1); TELECONFERENCE WITH J. HARTLEY RE: DOCUMENT REQUEST AND VIRTUAL DATA ROOM (0.3); FOLLOW UP CORRESPONDENCE RE: SAME (0.3); FURTHER TELECONFERENCE WITH J. HARTLEY RE: DOCUMENT PRODUCTION (0.3); TELECONFERENCE WITH E. SCHULTENOVER RE: 1113/1114 DOCUMENT REQUEST AND MOTION (0.3); FOLLOW UP WORK RE: SAME (0.3); REVIEW IUE CWA INTERROGATORIES AND DOCUMENT REQUEST (0.3); TELECONFERENCE WITH J. KASTIN RE: SAME (0.2).
MATZ TJ	04/11/06	1.40	FOLLOW UP AND WORK ON 1113/1114 MEET AND CONFER REPORT (0.4); CORRESPONDENCE RE: VIRTUAL DATA ROOM AND DOCUMENT REQUEST BY J. HARTLEY (0.2); REVIEW WITH J. HARTLEY VIRTUAL DATA ROOM AND DOCUMENT REQUEST (0.6); WORK ON DOCUMENT PRODUCTION REQUEST FROM E. SHULTENOVER (0.2).
MATZ TJ	04/12/06	0.70	REVIEW EXHIBIT MATTER FOR K. BUTLER 1113/1114 DECLARATION (0.4); REVIEW AND REVISE SUPPLEMENTAL FILING RE: EXHIBITS IN RESPECT THEREOF (0.3).
MATZ TJ	04/13/06	0.90	FOLLOW UP RE: 1113/1114 DOCUMENT REQUESTS (0.4); TELECONFERENCE WITH J. KASTIN RE: SAME (0.3); TELECONFERENCES WITH E. SCHULTENOVER RE: 1113/1114 DOCUMENT REQUESTS (0.2).
MATZ TJ	04/17/06	1.40	REVIEW APPALOOSA REQUEST FOR DISCOVERY (0.2); CORRESPONDENCE RE: APPALOOSA OTHER DISCOVERY REQUEST (0.6); REVIEW APPALOOSA OTHER DISCOVERY REQUESTS (0.6).
MATZ TJ	04/18/06	1.60	CORRESPONDENCE WITH T. JERMAN ET AL. RE: MEETING RE: 1113/1114 DISCOVERY REQUEST (0.6); REVIEW 1113/1114 DISCOVERY REQUEST (0.2); CONTINUE TO WORK RE: 1113/1114 STRATEGY MEETING (0.4); REVIEW INTERROGATORIES FOR MEETING (0.3); CORRESPONDENCE WITH R. JANGER RE: SAME (0.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MATZ TJ	04/19/06	5.80	REVIEW MATERIALS FROM O'MELVENY RE: DISCOVERY REQUEST AND REPLY FOR CONFERENCE CALL (0.5); PARTICIPATE IN CONFERENCE CALL WITH O'MELVENY, GROOM LAW GROUP AND SKADDEN RE: STATUS AND PLANNING FOR 1113/1114 HEARINGS (3.8); CORRESPONDENCE WITH KURTZMAN RE: 1113/1114 SERVICE REQUIREMENTS (0.2); REVIEW RE: SERVICE REQUIREMENTS FOR REPLY TIMING (0.3); CORRESPONDENCE WITH B. MEHLSACK & C. MCWEE RE: ACCESS TO VIRTUAL DATA ROOM (0.3); TELECONFERENCE FROM K. MORRIS, J. SIEGEL RE: 1113/1114 STIPULATION RE: PENSION ISSUES (0.3); REVIEW AND FOLLOW UP RE: STIPULATION REQUEST (0.4).
MATZ TJ	04/20/06	5.20	TELECONFERENCE FROM J. KASTIN RE: 1113/1114 DISCOVERY AND DEPOSITIONS (0.3); ANALYZING APPALOOSA DISCOVERY DEPOSITION REQUESTS (0.4); ANALYZING UNION DISCOVERY REQUEST (0.4); ANALYZING SCHEDULING RE: SAME (0.3); CORRESPONDENCE WITH J. KASTIN RE: DISCOVERY (0.1); FOLLOW UP WORK RE: SAME (0.2); CORRESPONDENCE FROM KELLEY DRYE RE: PBGC STIPULATION, 1113/1114 MOTION (0.3); FOLLOW UP RE: SAME (0.2); WORKING ON 1113/1114 LITIGATION PLANNING CALENDAR (0.4) FOLLOW UP CORRESPONDENCE WITH R. JANGER RE: SAME (0.2); REVIEWING CORRESPONDENCE FROM T. JERMAN RE: DISCOVERY REQUESTS (0.5); FOLLOW UP WORK RE: SAME (0.6); CORRESPONDENCE FROM T. JERMAN RE: DEPOSITIONS (0.2); REVIEWING 1113/1114 REPLY SERVICE MATTERS (0.3); TELECONFERENCES WITH KCC RE: SAME (0.4); FOLLOW UP RE: REPLY MATTERS (0.4).
MATZ TJ	04/21/06	1.50	REVIEW AND NOTES RE: IUOE OPPOSITION TO 1113/1114 MOTION (0.4); REVIEW AND NOTES RE: GM OPPOSITION TO 1113/1114 MOTION (0.2); TELECONFERENCE WITH M. E. ROBBINS RE: IBEW AND IAM OBJECTIONS AND FILINGS (0.3); TELECONFERENCE WITH J. KASTIN RE: SAME (0.2); REVIEW SERVICE MATTERS AND REPLY BRIEF (0.2); TELECONFERENCE FROM WEIL RE: ATTRITION PROGRAM ORDER (0.2).
MATZ TJ	04/22/06	6.70	REVIEW, ANALYZING AND COMMENTING ON OBJECTIONS TO 1113/1114 MOTION AND MEMORANDUM OF LAW AND DECLARATIONS IN SUPPORT THEREOF (5.0); PARTICIPATE IN TELECONFERENCE WITH COMPANY, O'MELVENY, GROOM LAW GROUP, FTI AND ROTHSCHILD RE: 1113/1114 OBJECTIONS, REPLY, DEPOSITIONS AND DISCOVERY (1.7).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MATZ TJ	04/24/06	4.60	REVIEW LETTER FROM LATHAM RE: 1113/1114 MOTION (0.1); CONTINUE TO WORK ON 1113/1114 DISCOVERY (1.3); CORRESPONDENCE WITH M. ROBBINS RE: DISCOVERY (0.1); FOLLOW UP WORK RE: SAME (0.2); PARTICIPATE IN TELECONFERENCE WITH R. JANGER OF O'MELVENY, R. ISENBERG, J. GUGLIELMO OF FTI AND B. EICHENLAUB OF COMPANY RE: VIRTUAL DATA ROOM (0.8); FOLLOW UP WORK RE: SAME (0.8); REVIEW AND COMMENT ON 1113/1114 DEMONSTRATIVES (0.9); ANALYZE TRIAL STRATEGY WITH COMPANY, O' MELVENY (0.4).
MATZ TJ	04/25/06	4.30	DECLARATION (0.4); FOLLOW UP REVIEW AND WORK RE: SAME (0.8); ANALYZE VARIOUS SERVICE ISSUES RE: WACHTER & WILLIAMS DISCLOSURE (0.5); ANALYZE VARIOUS SERVICE ISSUES RE: RESNICK DECLARATION (0.4); PREPARE MATERIALS FOR TELECONFERENCE (0.6); PARTICIPATE IN TELECONFERENCE WITH O'MELVENY (T. JERMAN, R. JANGER, J. KASTIN ET AL.), COMPANY (B. SAX ET AL.), AND FTI RE: 1113/1114 MOTION, DEPOSITIONS, DISCOVERY MATTERS AND REPLY BRIEF (1.6).
MATZ TJ	04/26/06	8.10	CONTINUE WORK ON APPALOOSA, UCC, GM DISCOVERY REQUEST (0.8); CONTINUE WORK DEPOSITION SCHEDULES (0.2); CONTINUE WORK RE: STATUS OF OUTSTANDING MATTERS (0.4); REVIEW AND COMMENT ON 1113/1114 REPLY BRIEF OUTLINE FROM O'MELVENY (1.8); TELECONFERENCE WITH B. SAX, T. JERMAN, J. KASTIN, R. JANGER, J. FURFARO, ET AL. RE: REPLY BRIEF (0.7); PREPARE SERVICE MEMO RE: 1113/1114 REPLY (0.3); REVIEW JPMORGAN CONFIDENTIALITY MATTER RE: PENDING MOTIONS (0.2); REVIEW JP MORGAN PROTECTIVE ORDER AGREEMENT (0.2); REVIEW REQUEST OF APPALOOSA FOR FULL DISCOVERY (0.2); REVIEW RESPONSE THERETO (0.2); REVIEW SERVICE ISSUE & MATTERS RE: 1113/1114 REPLY BRIEF AND ADDITIONAL DECLARATIONS (0.9); PREPARE AND REVISE MEMO TO O'MELVENY AND COMPANY RE: SAME (0.7); TELECONFERENCE WITH O'MELVENY (T. JERMAN, J. KASTIN, R. JANGER ET AL.) & COMPANY (B. SAX AND S. CORCORAN) TO UPDATE STATUS OF ALL OUTSTANDING MATTERS (1.2); REVIEW DELTA 1113/1114 DECISION RE: COMAIR (0.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MATZ TJ                      04/27/06                      9.70    CONTINUE REVIEW AND PLANNING RE:  
1113/1114 MOTION & SERVICE THEREOF ON  
ALL PARTIES OF REPLY & POSSIBLE  
EXPERT, FACTUAL DECLARATIONS (2.2);  
TELECONFERENCE WITH CHAMBERS AND F.  
EATON RE: APPALOOSA CHAMBERS  
CONFERENCE RE: DISCOVERY (0.3);  
FOLLOW UP WORK IN RESPECT THEREOF  
(0.3); TELECONFERENCE FROM CHAMBERS &  
F. EATON RE: APPALOOSA CHAMBERS  
CONFERENCE ON 5/1 (0.1);  
CORRESPONDENCE WITH O'MELVENY,  
SKADDEN TEAM RE: SAME (0.1);  
CONTINUING WORK RE: FRIDAY MEET &  
CONFER WITH UNIONS (0.6); CONTINUE  
WORK RE: VARIOUS DISCOVERY MATTERS,  
BINDERS FOR HEARINGS (0.8); CONTINUE  
WORK RE: 4/28 MEET AND CONFER WITH  
UNIONS (0.6); CONTINUE WORK RE:  
1113/1114 REPLY BRIEF, MATERIALS,  
DISCOVERY (1.6); CONTINUING REVIEW  
RE: UAW MOTION TO EXCLUDE  
PARTICIPATION BY UCC, APPALOOSA &  
WILMINGTON TRUST (0.6); REVIEW  
AUTHORITIES THEREFORE (0.3);  
CORRESPONDENCE RE: UPDATED 1113/1114  
LITIGATION CALENDAR (0.2);  
CORRESPONDENCE RE: 4/26 MEETING  
MINUTES (0.1); CORRESPONDENCE RE:  
OUTSTANDING MATTERS (0.2); CONTINUE  
REVIEW RE: MOTION TO COMPEL (0.4);  
TELECONFERENCE WITH O'MELVENY (T.  
JERMAN, R. JANGER, J. KASTIN), FTI  
(R. EISENBERG), ROTHSCHILD (B. SHAW),  
COMPANY (M. SAX, S. CORCORAN) &  
SKADDEN TEAM RE: STATUS & OUTSTANDING  
MATTERS RE: 1113/1114 MOTION (1.3).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MATZ TJ	04/28/06	6.40	TELECONFERENCE WITH M. ROBBINS RE: MEET AND CONFER, DEPOSITION SCHEDULE (0.3); FOLLOW UP TELECONFERENCE WITH M. ROBBINS RE: SAME (0.2); FOLLOW UP RE: APPALOOSA PROTECTIVE ORDER FOR FORWARDING TO CHAMBERS (0.2); CONTINUE REVIEW RE: 1113/1114 REPLY BRIEF, COMPLETION (0.8); REVIEW DRAFT REPORT RE: MEET AND CONFER WITH UNIONS RE: 1113/1114 MOTIONS ON APRIL 6 (0.4); PREPARATION OF VARIOUS ORDERS FOR 4/28 UNION MEET AND CONFER (0.7); TELECONFERENCE WITH T. JERMAN, ET AL. OF O'MELVENY, B. SAX, SKADDEN TEAM, RE: PREPARATION OF RE: 1113/1114 REPLY BRIEF (0.4); CONTINUE REVIEW OF MATERIALS RE: SAME (0.8); ATTEND MEET AND CONFER WITH UNIONS RE: 1113/1114 MOTIONS, PLEADINGS AND DISCOVERY PROCESS (1.8); DISTRIBUTE TO UNIONS' COUNSEL THE DEBTORS' RESPONSES TO COURT RE: GM AND APPALOOSA MOTIONS (0.2); CONTINUE REVIEW OF UAW MOTION TO RESTRICT PARTICIPATION IN 1113/114 HEARING (0.6).
MATZ TJ	04/29/06	5.60	REVIEW AND COMMENT ON DRAFT 1113/1114 REPLY BRIEF (3.3); TELECONFERENCE WITH T. JERMAN, B. SIEGEL, R. JANGER, J. KASTIN OF O'MELVENY, W. SHAW OR ROTHSCHILD, B. SAX OF COMPANY AND SKADDEN TEAM RE: REPLY BRIEF AND COMMENTS THEREON (1.1); FINALIZE COMMENTS ON DRAFT AND FORWARD TO R. JANGER (0.8); CORRESPONDENCE WITH R. JANGER & J. KASTIN RE: REPLY BRIEF (0.2); CORRESPONDENCE WITH O'MELVENY RE: EXHIBIT BINDERS (0.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MATZ TJ	04/30/06	9.50	REVIEW AND COMMENT ON REVISED DRAFT OF 1113/1114 REPLY BRIEF (3.0); TELECONFERENCE WITH T. JERMAN, R. JANGER, & J. KASTIN OF O'MELVENY, B. SAX OF DELPHI, L. HASSEL OF GROOM AND SKADDEN TEAM RE: COMMENTS ON REPLY BRIEF (0.5); FORWARD SAME TO R. JANGER & J. KASTIN (0.2); REVIEW CORRESPONDENCE FROM T. JERMAN RE: 1113/1114 FILING AND SERVICE (0.1); FOLLOW UP RE: SAME (0.2); REVIEW AND COMMENT ON BUTLER DECLARATION (0.6); REVIEW AND COMMENT ON GUGLIELMO DECLARATION (0.7); REVIEW AND COMMENT ON SHEEHAN DECLARATION (0.5); REVIEW AND COMMENT ON GERLING DECLARATION (0.3); REVIEW SUMMARY DRAFT OF OBJECTIONS (0.6); 2 TELECONFERENCES WITH J. KASTIN RE: SAME (0.1); CORRESPONDENCE WITH J. KASTIN, R. JANGER RE: SAME (0.1); CONTINUE REVIEW AND REVISIONS TO REPLY BRIEF (0.8); TELECONFERENCE WITH T. JERMAN RE: REPLY BRIEF (0.2); FOLLOW UP WORK RE: SERVICE MATTERS (0.2); REVIEW AND COMMENT ON SHAW DECLARATION (0.8); REVIEW AND COMMENT ON KIDD DECLARATIONS (0.6).
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**92.90**

SHIVAKUMAR D	04/25/06	2.20	RESEARCH RE: STANDING BASED ON THE SCOPE OF SECTION 1113 "INTERESTED PARTIES" (0.8); LABOR WORKING GROUP TELECONFERENCE TO REVIEW TRIAL STRATEGY AND PREPARATION (1.4).
SHIVAKUMAR D	04/26/06	2.40	TELECONFERENCES WITH COURT AND COMMUNICATIONS WITH APPALOOSA'S COUNSEL RE: SCHEDULING OF CHAMBERS' CONFERENCE (0.6); TELECONFERENCE WITH LABOR WORKING TO ADDRESS TRIAL PREPARATION AND STRATEGY (1.1); REVIEW AND REVISE DRAFT PROTECTIVE ORDER FOR APPALOOSA (0.7).
SHIVAKUMAR D	04/27/06	2.70	TELECONFERENCE WITH WORKING GROUP TO ADDRESS TRIAL PREPARATION AND STRATEGY (1.3); TELECONFERENCES WITH LABOR CO-COUNSEL TO REVIEW STATUS OF OBJECTORS' DISCOVERY REQUESTS AND ANALYZE RESPONSES TO SAME (1.4).
SHIVAKUMAR D	04/28/06	1.30	TELECONFERENCES WITH WORKING GROUP TO ANALYZE STATUS OF OUTSTANDING DISCOVERY REQUESTS FROM VARIOUS OBJECTORS TO 1113/1114 MOTION AND REVIEW OF RELATED OBJECTOR DISCOVERY REQUESTS (1.3).

**8.60**

<b>Total Counsel</b>	<b>101.50</b>
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**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

CAMPANARIO ND	04/26/06	6.20	REVIEW DOCUMENTS PRESENTED TO DELPHI'S BOARD OF DIRECTORS (4.2); REVIEW OF SECTION 1113/1114 MOTION AND MEMORANDUM OF LAW (2.0).
CAMPANARIO ND	04/27/06	5.70	COMPLETE REVIEW OF SECTION 1113/1114 MOTION AND SUPPORTING MATERIALS (4.9); REVIEW UAW'S MOTION TO LIMIT PARTICIPATION IN SECTION 1113/1114 HEARING (0.8).
CAMPANARIO ND	04/29/06	7.60	REVIEW UAW AND IUE-CWA EXPERT REPORTS ON SECTION 1113/1114 MOTION (3.0); PREPARE DOCUMENT OUTLINING ARGUMENTS MADE BY UNION EXPERTS (2.3); FORMULATE STRATEGY RE: RESPONSES TO UNION EXPERTS (2.3).
CAMPANARIO ND	04/30/06	6.60	FORMULATE STRATEGY RE: RESPONSES TO UNION EXPERTS ON SECTION 1113/1114 MOTION (1.3); PREPARE DECLARATIONS IN SUPPORT OF SECTION 1113/1114 MOTION (5.3).
		<b>26.10</b>	
DIAZ LB	04/05/06	6.30	DRAFT DOCUMENT ANALYZING OBJECTIONS MADE BY VARIOUS PARTIES TO THE HUMAN CAPITAL HOURLY ATTRITION PROGRAM (1.1); RESEARCH CASE LAW RE: SUB ROSA PLANS (5.2).
		<b>6.30</b>	
FERN BM	04/01/06	2.40	REVIEW ISSUES RE: PROJECTED RECOVERY TO VARIOUS CREDITORS AS DESCRIBED IN 1113 PLEADINGS (2.4).
FERN BM	04/02/06	2.60	REVIEW AND REVISE K. BUTLER DECLARATION IN SUPPORT OF ATTRITION MOTION (1.4); REVIEW AND REVISE J. SHEEHAN DECLARATION IN SUPPORT OF ATTRITION MOTION (1.2).
FERN BM	04/03/06	4.60	REVIEW AND EVALUATE ISSUES RE: SATISFYING BUSINESS JUDGMENT FOR ATTRITION PLAN (0.4); FORMULATE STRATEGY RE: DECLARATIONS FOR ATTRITION PLAN (0.7); REVISE K. BUTLER DECLARATION (1.7); ADDITIONAL REVISIONS TO K. BUTLER DECLARATION (1.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FERN BM	04/04/06	10.40	REVIEW AND EVALUATE ISSUES RE: K. BUTLER DECLARATION (0.4); REVISE BUTLER DECLARATION (3.4); EMAILS TO/FROM M. KESSLER RE: DISCOVERY SCHEDULE AND PROTECTIVE ORDER (0.4); DRAFT REESE DEPOSITION NOTICE (0.5); REVIEW AND EVALUATE ISSUES RE: PROTECTIVE ORDER (1.2); FORMULATE STRATEGY RE: PRESENTATION OF EXHIBITS (0.7); DRAFT VARIOUS PROTECTIVE ORDERS RE: ATTRITION MOTION (2.1); FORMULATE STRATEGY RE: HEARING ON ATTRITION MOTION (0.8); REVIEW FILINGS OF GM (0.1), UCC (0.6) AND WILMINGTON TRUST (0.2) RE: ATTRITION MOTION.
FERN BM	04/05/06	7.00	REVIEW APPALOOSA'S SUPPLEMENTAL OBJECTION (0.6); ANALYSIS OF ISSUES RE: APPALOOSA OBJECTION (0.3); ATTENTION TO ISSUES RE: ATTRITION PLAN DEPOSITIONS (0.3); EMAIL TO/FROM B. CECCOTTI RE: ATTRITION MOTION (0.3); PREPARE REESE DEPOSITION OUTLINE (1.7); DRAFT PROTECTIVE ORDERS FOR UAW RE: ATTRITION (0.6); FORMULATE STRATEGY RE: HEARING ON ATTRITION MOTION (1.3); REVIEW EXHIBITS IN PREPARATION FOR HEARING ON ATTRITION MOTION (1.1); EMAILS TO/FROM N. GANATRA RE: DEBTORS' DECLARATIONS (0.3); TELECONFERENCE WITH R. TRUST RE: PROTECTIVE ORDER (0.3); CORRESPONDENCE TO PARTIES IN INTEREST RE: CANCELLATION OF REESE DEPOSITION (0.2).
FERN BM	04/06/06	6.20	REVIEW REPLY TO OBJECTIONS TO ATTRITION MOTION (1.1); RESEARCH RE: REVIEW OF SETTLEMENT AGREEMENTS (1.9); REVIEW DEPOSITION TRANSCRIPT OF J. SHEEHAN (0.9); REVIEW DOCUMENTS IN PREPARATION FOR HEARING ON ATTRITION MOTION (2.3).
FERN BM	04/07/06	3.50	REVIEW TRANSCRIPT OF BUTLER DEPOSITION (2.3); REVIEW 3/30 RESTRUCTURING UPDATE TO UCC (1.2).
FERN BM	04/12/06	2.60	REVIEW ISSUES RE: PROTECTIVE ORDER USED FOR ATTRITION MOTION (0.4); FORMULATE STRATEGY RE: 1113/1114 HEARING (0.8); REVIEW MEMO IN SUPPORT OF 1113/1114 MOTION (1.4).
FERN BM	04/13/06	6.70	REVIEW AND ANALYZE SHEEHAN DECLARATION IN SUPPORT OF 1113/1114 MOTION (4.2); ANALYSIS OF STEADY STATE SCENARIO REFERENCED IN SHEEHAN DECLARATION (2.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FERN BM	04/17/06	4.10	REVIEW APPALOOSA DISCOVERY REQUEST RE: 1113 MOTION (0.2); REVIEW APRIL 7 TRANSCRIPT RE: ATTRITION MOTION (1.3); DRAFT PROTECTIVE ORDERS RE: 1113 MOTION (0.4); REVIEW IUE-CWA'S DISCOVERY REQUEST (0.2); REVIEW ISSUES RE: APPALOOSA'S DOCUMENT REQUEST (0.3); REVIEW DECLARATIONS FILED IN SUPPORT OF 1113 MOTION (1.7).
FERN BM	04/18/06	0.90	REVIEW ISSUES RE: TRANSCRIPT FROM ATTRITION MOTION (0.3); BEGIN DRAFTING OBJECTION SUMMARY CHART RE: 1113 MOTION (0.6).
FERN BM	04/19/06	5.60	FORMULATE STRATEGY RE: HEARING FOR 1113 MOTION (3.5); DRAFT SUMMARY OF 1113 STRATEGY SESSION (2.1).
FERN BM	04/20/06	8.70	TELECONFERENCE WITH S. CLARK RE: MEDICAL TREND RATE (0.3); EMAILS TO/FROM S. CLARK RE: SAME (0.4); CREATED POTENTIAL EXHIBITS RE: MEDICAL TREND RATE (4.6); ATTENTION TO DISCOVERY ISSUES RE: 1113 MOTION (0.5); CREATED ADDITIONAL EXHIBITS FOR 1113 HEARING (2.9).
FERN BM	04/21/06	9.80	REVIEW DATA IN PREPARATION FOR 1113 HEARING (1.4); CREATE ADDITIONAL EXHIBITS FOR 1113 HEARING (1.2); ATTENTION TO DOCUMENTS IN PREPARATION FOR CALL RE: DEMONSTRATIVE EXHIBITS (1.1); STRATEGY SESSION RE: DEMONSTRATIVE EXHIBITS (1.2); REVISE EXHIBITS PER DISCUSSION DURING EXHIBIT STRATEGY SESSION (2.8); CREATE ADDITIONAL DEMONSTRATIVE EXHIBITS (0.9); REVIEW MEMO RE: AUTO INDUSTRY TRENDS (0.5); BEGAN DRAFTING SHEEHAN SUPPLEMENTAL DECLARATION (0.7).
FERN BM	04/22/06	4.80	REVIEW AND REVISE EXHIBITS IN PREPARATION FOR STRATEGY MEETING (0.8); BEGIN REVIEWING OBJECTIONS TO 1113 MOTION (1.7); DELPHI LABOR STRATEGY MEETING (2.3).
FERN BM	04/23/06	1.40	REVIEW AND EVALUATE ISSUES RE: DEMONSTRATIVE EXHIBITS FOR 1113 HEARING (1.4).
FERN BM	04/24/06	10.30	RESEARCH RE: STANDING IN 1113 MOTIONS (2.1); DRAFT VARIOUS SUPPLEMENTAL DECLARATIONS (3.6); DRAFT OBJECTION IN ANTICIPATION OF DISCOVERY MOTION (3.1); ATTENTION TO ISSUES RE: 1113 HEARING (0.6); STRATEGY CALL RE: 1113 HEARING (0.9).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FERN BM	04/25/06	8.80	REVISE SHEEHAN DECLARATION (2.9); FORMULATE STRATEGY RE: STAFFING FOR 1113 HEARING (0.7); DRAFT INDEX OF 1113 PLEADINGS (0.9); TELECONFERENCE WITH S. CLARK RE: 1113 EXHIBITS (0.3); DRAFT SLIDES RE: STATUS OF 1113 HEARING (0.8); REVISE VARIOUS DEMONSTRATIVE EXHIBITS (1.2); TELECONFERENCE WITH J. GUGLIELMO RE: DISCOVERY ISSUES (0.2); ANALYSIS OF ISSUES RE: PROTECTIVE ORDER (0.4); STRATEGY CALL RE: 1113 HEARING (1.4).
FERN BM	04/26/06	10.80	REVIEW APPALOOSA LETTER RE: DISCOVERY DISPUTE (0.3); REVIEW AND REVISED RESPONSE LETTER RE: SAME (0.4); UPDATE AND REVISED POSSIBLE DEMONSTRATIVE EXHIBITS (1.7); REVIEW ISSUES RE: JOINT EXHIBIT BINDERS (0.7); ATTENTION TO ISSUES RE: DESIGNATION OF CONFIDENTIAL INFORMATION (0.4); STRATEGY CALL RE: 1113 REPLY BRIEF (0.8); DRAFT VARIOUS PROTECTIVE ORDERS RE: 1113 DISCOVERY (1.6); REVISE DEMONSTRATIVE EXHIBITS (2.8); DAILY STRATEGY SESSION (1.3); REVISE APPALOOSA PROTECTIVE ORDER (0.3); REVIEW AND EVALUATE ISSUES RE: CHAMBERS CONFERENCE ON DISCOVERY ISSUES (0.5).
FERN BM	04/27/06	10.40	RESEARCH RE: MOTION TO COMPEL (0.4); ATTENTION TO ISSUES RE: SAME (0.4); FORMULATE STRATEGY RE: PARTICIPATION IN 1113 HEARING (0.5); REVISE DEMONSTRATIVE EXHIBITS (2.9); DRAFT GM PROTECTIVE ORDER (0.4); FORMULATE STRATEGY RE: PREPARATION FOR HEARING (1.2); BEGIN DRAFTING SCRIPT FOR HEARING (1.1); STRATEGY MEETING RE: EXHIBIT BINDERS (1.4); ADDITIONAL REVISIONS TO EXHIBITS (0.8); DAILY STRATEGY MEETING (1.3).
FERN BM	04/28/06	11.40	REVIEW AND REVISE DEMONSTRATIVE EXHIBITS (1.4); STRATEGY MEETING RE: SUPPLEMENTAL DECLARATIONS (1.0); STRATEGY MEETING IN PREPARATION FOR MEET AND CONFER WITH UNIONS (1.1); MEET AND CONFER WITH UNIONS RE: 1113 HEARING (1.8); ORGANIZE AND SCHEDULE TASKS IN PREPARATION FOR SUPPLEMENTAL DECLARATIONS (1.2); BEGIN DRAFTING RESNICK SUPPLEMENTAL DECLARATION (1.4); REVISE EXHIBITS (1.0); REVIEW LAZARD REPORT (0.7); REVIEW DECLARATIONS OF OTHER UNION EXPERTS (1.8).
FERN BM	04/29/06	3.20	STRATEGY TELECONFERENCE RE: SUPPLEMENTAL DECLARATION (1.5); DRAFT SUMMARY OF MILLSTEIN REPORT (0.6); DAILY STRATEGY CALL (1.1).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

FERN BM	04/30/06	3.60	REVIEW MATERIALS RE: SUPPLEMENTAL DECLARATIONS (0.6); TELECONFERENCE WITH B. SHAW RE: RESNICK DECLARATION (0.6); REVIEW DRAFT REPLY TO 1113 OBJECTION (0.9); FORMULATE STRATEGY RE: RESNICK DECLARATION (1.1); REVIEW MATERIALS RE: DELPHI'S FINANCIAL PERFORMANCE (0.4).
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**139.80**

GUZZARDO J	04/05/06	6.10	COORDINATION OF DOCUMENT PRODUCTION TO WILMINGTON TRUST RELATING TO THE ATTRITION MOTION HEARING (6.1).
GUZZARDO J	04/06/06	17.80	DRAFTING OF DEPOSITION ABSTRACTS FOR ATTRITION MOTION HEARING. (17.8).
GUZZARDO J	04/10/06	0.80	CONFER RE: STRATEGIES AND GO FORWARDS RE: REJECTION OF CBA (0.8).
GUZZARDO J	04/11/06	5.50	REVIEW OF BACKGROUND MATERIALS AND FILINGS FOR CBA REJECTION (3.4); MEETING WITH TEAM DISCUSSING STRATEGY AND GO-FORWARDS FOR DISCOVERY (2.1).
GUZZARDO J	04/20/06	1.90	REVIEW OF BOARD DOCUMENTS FOR PRODUCTION TO UCC (1.9).
GUZZARDO J	04/21/06	6.30	REVIEW OF BOARD DOCUMENTS (6.3).
GUZZARDO J	04/24/06	5.10	REVIEW OF BOARD DOCUMENTS FOR PRODUCTION TO UCC (5.1).
GUZZARDO J	04/25/06	0.40	COMPLETE DOCUMENT REVIEW OF BOARD MATERIALS (0.4).

**43.90**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HERRIOTT AV	04/01/06	1.40	COLLATE CERTAIN MATERIALS TO PREPARE FOR PRODUCTION TO APPALOOSA (0.7); CONTINUE DRAFTING DECLARATION OF K. BUTLER (0.7).
HERRIOTT AV	04/02/06	1.70	CONTINUE DRAFT OF BUTLER DECLARATION (1.7).
HERRIOTT AV	04/03/06	8.40	PREPARE DOCUMENTS FOR PRODUCTION TO APPALOOSA AND CREATE INDEX OF SUCH DOCUMENTS FOR INTERNAL USE (7.8); CONTINUE DRAFT OF K. BUTLER DECLARATION (0.6).
HERRIOTT AV	04/04/06	9.00	CONDUCT FOLLOW UP RE: DISCOVERY REQUESTS FOR HOURLY ATTRITION PROGRAMS MOTION (0.9); REVIEW BUTLER DECLARATION IN RESPONSE TO CONTENT QUESTION (0.3); BEGIN DRAFTING RESPONSE TO OBJECTIONS TO HOURLY ATTRITION PROGRAMS MOTION (7.8).
HERRIOTT AV	04/05/06	12.70	DEVELOP STRATEGY FOR REPLY TO HOURLY ATTRITION PLAN OBJECTIONS AND CONTINUE DRAFTING PORTIONS OF OMNIBUS REPLY (10.4); CONTINUE GATHERING DOCUMENTS AND BEGIN COMPILING THEM INTO EXHIBIT BINDER FOR CONTESTED HEARING ON OBJECTIONS TO HOURLY ATTRITION PROGRAM (2.3).
HERRIOTT AV	04/06/06	15.40	REVIEW AND REVISE REPLY TO OMNIBUS OBJECTIONS RE: HOURLY ATTRITION PROGRAM (4.1); CONTINUE COMPILING JOINT EXHIBIT BINDER, INCLUDING INDEXING MATERIALS, COMMUNICATING WITH OBJECTORS RE: EXHIBITS TO ENTER, AND RESPONDING TO OBJECTORS QUESTIONS RE: MAKEUP OF EXHIBITS (8.7); REVIEW AND REVISE DEPOSITION DESIGNATIONS MATERIALS AND DRAFT DOCUMENTS RE: DEBTORS' FAIRNESS DESIGNATIONS (2.6).
HERRIOTT AV	04/07/06	7.20	COMPLETE PREPARATIONS FOR HEARING INCLUDING ASSEMBLING EXHIBIT BINDERS FOR CONTESTED HEARING ON HOURLY ATTRITION PROGRAM (1.9); ATTEND AND ASSIST WITH MATERIALS FOR CONTESTED HEARING ON HOURLY ATTRITION PROGRAM (5.1); COMPLETE POST-HEARING WORK RE: SAME (0.2).
HERRIOTT AV	04/12/06	1.10	CONDUCT FOLLOW UP RE: HOURLY ATTRITION PLAN INCLUDING DISTRIBUTION OF MATERIALS TO COUNTER PARTIES (0.9); RESPOND TO HOTLINE CALL RE: 1113 (0.1); RESPOND TO HOTLINE CALL RE: BENEFIT GUARANTEE (0.1).
HERRIOTT AV	04/13/06	0.80	BEGIN GATHERING MATERIALS RELATED TO REQUESTS PURSUANT TO 1113 MOTION (0.8).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

HERRIOTT AV	04/17/06	2.30	REVIEW HOURLY ATTRITION PROGRAM TRANSCRIPT AND BEGIN TO OUTLINE REVISIONS TO ORDER RE: SAME (2.2); RESPOND TO QUESTION RE: 1113 DOCUMENTS (0.1).
HERRIOTT AV	04/18/06	1.10	CONTINUE TO REVIEW TRANSCRIPT AND REVISE HOURLY ATTRITION PLAN ORDER ACCORDINGLY (0.8); RESPOND TO HOTLINE CALL RE: SAME (0.3).
HERRIOTT AV	04/19/06	0.30	REVIEW REVISIONS TO HOURLY ATTRITION PLAN ORDER FOR CONSISTENCY WITH TRANSCRIPT (0.2); RESPOND TO REQUEST RE: 1113 PLEADINGS (0.1).
HERRIOTT AV	04/20/06	1.80	CONTINUE TO REVIEW AND REVISE HOURLY ATTRITION PLAN ORDER (1.8).
HERRIOTT AV	04/21/06	3.50	CREATE DEMONSTRATIVE EXHIBITS FOR 1113 HEARING (3.5).
HERRIOTT AV	04/25/06	1.10	RESPOND TO QUESTION RE: 1113 DOCUMENTS FOR PRODUCTION (0.1); REVIEW DRAFT HOURLY ATTRITION PROGRAM ORDER (1.0).
HERRIOTT AV	04/26/06	1.30	REVIEW 1113 DOCUMENT REQUEST AND ASSEMBLE RESPONSIVE DOCUMENTS RE: SAME (1.3).
HERRIOTT AV	04/27/06	0.40	REVIEW AND REVISE 1113 DEMONSTRATIVE EXHIBIT (0.2); STRATEGIZE RE: LOGISTICS OF FILING AND SERVING 1113 RESPONSE (0.2).
HERRIOTT AV	04/28/06	0.70	REVIEW LETTERS ON DOCKET RE: FILING OF 1113/1114 PLEADINGS (0.7).
		<b>70.20</b>	
MACDONALD N	04/05/06	2.10	REVIEW DEPOSITION TRANSCRIPT AND BEGIN ABSTRACT OF SAME (2.1).
MACDONALD N	04/06/06	6.40	CONTINUE REVIEW OF DEPOSITION TRANSCRIPT AND CONTINUE ABSTRACT OF SAME (6.4).
MACDONALD N	04/13/06	5.60	BEGIN REVIEW OF SECTION 1113 MOTION AND RELATED PLEADINGS AND DECLARATIONS (5.6).
MACDONALD N	04/14/06	3.90	CONTINUE REVIEW OF SECTION 1113 MOTION AND RELATED PLEADINGS AND DECLARATIONS (1.8); MEET WITH LABOR AND EMPLOYMENT PROFESSOR AT CHICAGO KENT TO DISCUSS MATTERS RELATED TO SECTION 1113 AND 1114 MOTIONS (2.1).
MACDONALD N	04/19/06	8.60	CONTINUE REVIEW OF DECLARATIONS AND RELATED DOCUMENTS FILED IN SUPPORT OF DEBTORS' SECTION 1113 MOTION (8.6).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MACDONALD N	04/20/06	10.80	CONTINUE REVIEW OF SECTION 1113 MOTION AND RELATED PLEADINGS AND DECLARATIONS (10.8) .
MACDONALD N	04/21/06	5.20	CONTINUE REVIEW OF DECLARATIONS AND RELATED DOCUMENTS FILED IN SUPPORT OF DEBTORS' SECTION 1113 MOTION (5.2) .
MACDONALD N	04/25/06	0.40	TELECONFERENCE WITH CO-COUNSEL RE: MATTERS RELATED TO PENDING HEARING (0.4) .
MACDONALD N	04/26/06	4.10	REVIEW DOCUMENTS AND LETTER RESPONSE IN PREPARATION FOR PRODUCTION (4.1) .
MACDONALD N	04/28/06	6.50	TELECONFERENCE WITH FINANCIAL TEAM ABOUT MATTERS RELATED TO SECTION 1113 MOTION (1.5); TELECONFERENCE WITH UNIONS RE: DISCOVERY-RELATED MATTERS (0.6); BEGIN REVIEW OF UNION EXPERT REPORTS AND DOCUMENTS RELATED TO SAME (1.3); BEGIN DRAFT OF UNION EXPERT SUMMARY OF ARGUMENTS (3.1) .
MACDONALD N	04/29/06	6.50	TELECONFERENCE WITH FINANCIAL TEAM ABOUT MATTERS RELATED TO SECTION 1113 MOTION (1.5); TELECONFERENCE WITH UNIONS RE: DISCOVERY-RELATED MATTERS (0.6); BEGIN REVIEW OF UNION EXPERT REPORTS AND DOCUMENTS RELATED TO SAME (1.3); BEGIN DRAFT OF UNION EXPERT SUMMARY OF ARGUMENTS (3.1) .
MACDONALD N	04/30/06	5.30	TELECONFERENCE WITH CLIENT AND ADVISORS RE: MATTERS RELATED TO PENDING DRAFT OF REBUTTAL DECLARATION (1.2); CONTINUE DRAFT OF UNION EXPERT SUMMARY OF ARGUMENTS (4.1) .
		<b>65.40</b>	
MEISLER RE	04/02/06	5.90	REVIEW AND COMMENT ON 1113/1114 MATERIALS (3.6); WORK ON SUPPORT FOR MOTION TO APPROVE ATTRITION PLANS (2.3) .
MEISLER RE	04/03/06	3.70	CONTINUE WORKING ON SUPPORT FOR MOTION TO APPROVE ATTRITION PLAN (1.2); WORK ON RESPONSES TO UCC INQUIRY (2.5) .
MEISLER RE	04/04/06	5.00	CONTINUE WORKING ON ATTRITION PLAN SUPPORT (4.5); ATTENTION TO WTC DILIGENCE REQUEST AND RESPONDED TO SAME (0.5) .

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	04/05/06	7.70	CONTINUE WORKING ON WTC DISCOVERY REQUEST RE: HOURLY ATTRITION PLAN (1.9); TELECONFERENCE WITH B. FRANTANGELO RE: SAME (0.1); CONTINUE WORKING ON SUPPORT FOR MOTION TO APPROVE ATTRITION PLAN (0.9); REVIEW AND ANALYZE OBJECTIONS TO SAME (2.1); REVIEW AND COMMENT ON REPLY TO OBJECTIONS (1.9); RESPOND TO INQUIRIES RE: DISCOVERY (0.6); TELECONFERENCE WITH COUNSEL FOR UAW RE: SAME (0.2).
MEISLER RE	04/06/06	6.40	CONTINUE WORKING ON TRIAL PREPARATIONS RE: SUPPORT FOR MOTION TO APPROVE ATTRITION PLAN (4.9); CONTINUE TO REVIEW AND COMMENT ON REPLY TO OBJECTIONS (1.5).
MEISLER RE	04/14/06	0.50	REVIEW DISCOVERY MATTERS RE: 1113/1114 (0.5).
MEISLER RE	04/17/06	0.10	RESPOND TO REQUEST FROM R. JANGER (0.1).
MEISLER RE	04/18/06	0.20	REVIEW APPALOOSA OBJECTION TO 1113 MOTION (0.2).
MEISLER RE	04/20/06	1.90	REVIEW HOURLY ATTRITION PLAN ORDER (1.9).
MEISLER RE	04/22/06	2.20	PREPARE FOR LABOR CALL (0.5); PARTICIPATE ON SAME (1.7).
MEISLER RE	04/25/06	4.60	REVIEW AND REVISE HOURLY ATTRITION PLAN ORDER (2.9); WORK ON 1113/1114 MATTERS (1.2) AND REVIEW 7TH CIRCUIT EASTERBROOK AND POSNER CASES (0.5).
MEISLER RE	04/26/06	3.10	TELECONFERENCE WITH M. KESSLER RE: HOURLY ATTRITION PLAN ORDER (0.1); CONTINUE TO REVIEW COMMENTS RECEIVED FROM OBJECTORS, GM AND USW RE: SAME (1.5); REVIEW REVISIONS TO HOURLY ATTRITION PLAN ORDER (0.7); REVIEW APPALOOSA LETTER TO CHAMBERS RE: DISCOVERY AND THE 1113 PROCESS (0.3); REVIEW AND COMMENT ON RESPONSE RE: SAME (0.5).
MEISLER RE	04/27/06	3.80	REVIEW COMMENTS FROM APPALOOSA, WTC AND USW RE: HOURLY ATTRITION PLAN ORDER (1.1); REVIEW OF TRANSCRIPT RE: SAME (0.6); REVIEW REVISE ORDER (1.3); NOTES TO FILE RE: SAME (0.5); ATTENTION TO 1113/1114 MOTION (0.3).
MEISLER RE	04/28/06	0.60	CONTINUE TO WORK ON REVISED ORDER RE: HOURLY ATTRITION PLAN (0.4); ATTENTION TO DOCUMENT REVIEW RE: SECTION 1113 (0.2).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

MEISLER RE	04/30/06	0.90	CONTINUE TO WORK ON HOURLY ATTRITION PLAN ORDER (0.5); 1113 EXHIBIT OF OBJECTION (0.4) .
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**46.60**

POLISENO SU	04/07/06	1.50	RESEARCH BANKRUPTCY CASE LAW RE: 1113/1114 PRECLOSING (1.5) .
POLISENO SU	04/30/06	9.80	REVIEW DOCUMENTS FOR DOCUMENT PRODUCTION RE: 1113/1114 DISCOVERY REQUESTS (9.8) .
		<b>11.30</b>	

REESE RG	04/01/06	1.50	REVIEW MATERIALS RE: DISCOVERY RE: HOURLY ATTRITION PROGRAMS MOTION (1.5) .
REESE RG	04/02/06	5.80	DRAFT DECLARATION OF J. SHEEHAN RE: ATTRITION PLAN (5.8) .
REESE RG	04/03/06	5.50	REVISE DECLARATION OF J. SHEEHAN RE: ATTRITION PLAN MOTION (1.6); REVIEW AND RESPOND TO VARIOUS ISSUES RELATED TO DISCOVERY FOR ATTRITION PLAN MOTION (3.9) .
REESE RG	04/04/06	10.10	FINALIZE JOHN SHEEHAN DECLARATION (0.8); RESPOND TO VARIOUS OTHER DISCOVERY ISSUES (1.3); REVIEW OBJECTIONS TO HOURLY ATTRITION PROGRAMS MOTION (1.9); BEGIN RESPONSE TO SAME (6.1) .
REESE RG	04/05/06	14.50	DRAFT RESPONSE TO OBJECTIONS RE: HUMAN CAPITAL HOURLY ATTRITION PROGRAMS MOTION (14.5) .
REESE RG	04/06/06	16.10	CONTINUE DRAFTING/REVISING RESPONSE TO OBJECTIONS RE: HUMAN CAPITAL HOURLY ATTRITION PROGRAMS MOTION (6.8); PREPARATIONS FOR HEARING ON HUMAN CAPITAL HOURLY ATTRITION PROGRAMS MOTION (9.3) .
REESE RG	04/07/06	9.70	PREPARE FOR HEARING ON HOURLY ATTRITION PLAN (1.8); ATTEND OMNIBUS HEARING (7.9) .
REESE RG	04/17/06	4.10	REVIEW DRAFT TRANSCRIPT OF 4/7 HEARING (2.7); REVISE HOURLY ATTRITION PLAN ORDER (1.4) .
REESE RG	04/20/06	0.90	RESPOND TO ISSUES RE: REVISED HOURLY ATTRITION PROGRAM ORDER (0.9) .
REESE RG	04/24/06	1.30	REVIEW FINAL TRANSCRIPT OF 4/7 HEARING (1.3) .
REESE RG	04/25/06	1.60	RESPOND TO ISSUES RE: AND REVISE HOURLY ATTRITION PLAN ORDER (1.6) .

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REESE RG	04/26/06	0.90	REVIEW AND RESPOND TO COMMENTS TO HOURLY ATTRITION PLAN ORDER (0.9).
REESE RG	04/27/06	3.80	REVIEW COMMENTS TO AND REVISE HOURLY ATTRITION PROGRAM ORDER (3.4); TELECONFERENCE WITH M. REILA RE: SAME (0.4).
REESE RG	04/28/06	0.90	REVIEW AND RESPOND TO ISSUES RE: MODIFICATIONS TO THE HOURLY ATTRITION PROGRAMS ORDER (0.9).

**76.70**

STUART NL	04/19/06	3.50	LABOR STRATEGY CALL (3.5).
STUART NL	04/20/06	1.20	PREPARE LETTER RESPONSE TO APPALOOSA'S DISCOVERY REQUESTS (1.2).
STUART NL	04/22/06	2.50	LABOR STRATEGY CALL (1.7); REVIEW DEMONSTRATIVES AND FINANCIALS (0.8).
STUART NL	04/24/06	0.90	LABOR STRATEGY CALL (0.9).
STUART NL	04/25/06	9.30	STRATEGY CALL WITH COUNSEL AND CLIENT ON 1113 HEARING (1.4); DRAFT LETTER TO APPALOOSA COUNSEL RE: DISCOVERY (5.2); CONDUCT RESEARCH RE: STANDING OF EQUITY HOLDERS IN 1113 HEARING (2.7).
STUART NL	04/27/06	3.50	STRATEGY TELECONFERENCE WITH CLIENT AND COUNSEL ON 1113 HEARING (1.3); BEGIN REVIEW OF DOCUMENTS RESPONSIVE TO IUE REQUEST (2.2).
STUART NL	04/28/06	6.50	REVIEW DOCUMENTS RESPONSIVE TO IUE'S DOCUMENT REQUEST (6.5).
STUART NL	04/29/06	0.80	STRATEGY TELECONFERENCE WITH CLIENT AND COUNSEL (0.8).
STUART NL	04/30/06	2.20	STRATEGY CALL ON REPLY BRIEF (0.3); REVIEW AND COMMENT ON REPLY BRIEF AND DECLARATIONS (1.9).

**30.40**

TOUSSI S	04/07/06	2.70	REVIEW PLEADINGS IN RELATED UNION CASES ON RE: 1113/1114 MOTIONS TO REJECT CBAS (1.2); RESEARCH ISSUES RE: VESTING OF OPEB BENEFITS (1.5).
TOUSSI S	04/24/06	2.20	REVIEW OBJECTIONS FILED BY UNIONS, APPALOOSA AND GM RESPONSE (2.2).
TOUSSI S	04/25/06	2.20	REVIEW OBJECTIONS FILED TO DEBTORS 1113/1114 MOTION (1.5), ADDRESS ISSUES RE: OBJECTIONS (0.7).

**7.10**

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

VANLONKHUYZEN CE	04/12/06	1.20	STRATEGY CONFERENCE RELATED TO SECTION 1113 AND 1114 MOTION (0.5); BEGIN TO REVIEW AND ANALYZE SECTION 1113 AND 1114 MOTION AND ALL SUPPORTING DOCUMENTS (0.7).
VANLONKHUYZEN CE	04/13/06	4.10	CONTINUE TO REVIEW AND ANALYZE SECTION 1113 AND 1114 MOTION AND ALL SUPPORTING DOCUMENTS (4.1).
		5.30	
WILSON LD	04/03/06	3.30	PARTICIPATE ON WEEKLY STATUS CALL AND UPDATE GROUP ON 1113 (1.0); PARTICIPATE ON CALL WITH CLIENT TO DISCUSS LABOR STRATEGY (1.0); REVIEW ATTRITION MOTION AND UCC REQUEST PER E-MAIL FROM MEISLER (1.3).
WILSON LD	04/04/06	3.40	REVIEW CLIPS REPORTS (0.4); REVIEW AND COMMENT ON DRAFT DECLARATIONS TO BE SERVED RE: ATTRITION PLAN MOTION (1.5); REVIEW LATEST PROPOSAL EXCHANGES AND BACK-UP FOR SAME (1.0); COORDINATE ON RESPONDING TO 1113 DOC REQUESTS (0.5).
WILSON LD	04/05/06	3.30	COORDINATE REQUEST FOR COPIES OF EXHS (1.0); REVIEW DATA ROOM MATERIALS RE: 1113 (1.3); PREPARE FOR MEET AND CONFER (1.0).
WILSON LD	04/06/06	10.40	PARTICIPATE IN MEETING TO DISCUSS MEET AND CONFER ISSUE (1.0); PREPARE MATERIALS RELATED TO SAME (2.0); REVIEW LATEST NEWS CLIPS (0.5); REVIEW AND REVISE AGENDA (0.5); RESEARCH ISSUE FOR MEET AND CONFER (1.0); PARTICIPATE IN MEET AND CONFER (1.5); REVIEW NOTES FROM SAME (0.5); CONFER ON DOCUMENTATION OF MEETING (0.4); BEGIN DRAFT MEMO SUMMARIZING MEETING AND AGREEMENTS REACHED AT SAME (3.0).
WILSON LD	04/07/06	8.00	GATHER MATERIALS REQUESTED FOR HEARING (0.7); REVIEW AND REVISE DRAFT SUMMARY OF MEET AND CONFER (3.2); PROOF, REVISE AND CIRCULATE (0.5); CONTACT KASTIN ON HEARING AND REVIEW OF SUMMARY (0.2) REVIEW OMM COMMENTS (0.5); REVIEW PRECEDENTS FOR MEET AND CONFER (0.5); RESEARCH LEGAL ISSUES RAISED IN MEETING AND CONFER POLISNO AND BODEN ON SAME (2.4).
WILSON LD	04/09/06	1.90	UPDATE SUMMARY WITH OMM COMMENTS AND CIRCULATE SAME (1.4); BEGIN INITIAL DRAFT OF REPORT (0.5).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WILSON LD	04/10/06	2.90	DRAFT SECTIONS OF MEET AND CONFER REPORT (1.0); REVIEW DOCUMENT REQUEST FROM IUE-CWA (0.4); PARTICIPATE ON CALL WITH CLIENT RE: 1113 PROCEEDINGS (0.7); RESEARCH ACCESS FOR DATA SITE (0.4); REVIEW UPDATES TO BINDER (0.4).
WILSON LD	04/11/06	4.80	PREPARE AND PARTICIPATE FOR CALL RE: UNION DISCOVERY REQUESTS (1.0); RESEARCH ISSUE RE: SCOPE OF SAME (1.5); REVIEW AND UPDATE M&C REPORT (0.5); REVIEW AND COMMENT ON DRAFT RESPONSE TO DISCOVERY REQUEST (0.8); REVIEW MATERIALS FROM DATA ROOM (1.0).
WILSON LD	04/12/06	6.50	REVIEW AND COMMENT ON PUBLIC FILING RE: LABOR AND ATTRITION (4.0); REVIEW AND CIRCULATE COMMENTS TO DISCOVERY RESPONSE (0.8); REVIEW ATTRITION PACKAGE MATERIALS (1.3); CONFER ON MEET AND CONFER COMMENTS (0.4).
WILSON LD	04/13/06	2.00	REVIEW EXCHANGES ON INFORMATION REQUESTS (1.0); REVIEW FILES ADDED TO DATA ROOM (1.0).
WILSON LD	04/17/06	2.70	COORDINATE ON MEETING TO DISCUSS REPLY ISSUES (1.0); REVIEW CLIPS SERVICES FOR LABOR ISSUES (1.2); REVIEW MEET AND CONFER REPORT (0.5).
WILSON LD	04/18/06	2.80	COORDINATE SCHEDULES FOR CONFERENCE ON LABOR ISSUES (1.2); MAKE ARRANGEMENTS FOR SAME (0.3); CHECK INFO TO UPDATE EXPERT REPORTS (0.9); REVIEW FINAL SLIDES (0.4).
WILSON LD	04/19/06	6.60	PREPARE FOR AND PARTICIPATE ON CALL TO PLAN FOR 1113 REPLY (2.8); FOLLOW-UP RESEARCH ON ISSUES RAISED ON 1113 REPLY (1.9); REVIEW DRAFT SLIDES (1.0); UPDATE ACTION LIST AND MATERIALS FOR REPLY (0.9).
WILSON LD	04/20/06	4.80	REVIEW FILES AND PRESENTATIONS FOR EXHIBITS TO USE AT TRIAL (1.4); RESEARCH ISSUES FOR REPLY (2.0); COORDINATE ON REPLY BRIEF MEETINGS (0.4); REVIEW IUOE OBJECTION (1.0).
WILSON LD	04/21/06	7.80	PREPARE FOR AND PARTICIPATE ON EXHIBIT CALL (1.3); REVIEW SAMPLES AND RESEARCH PRECEDENT FOR EXHIBITS (1.5); REVIEW UNION OBJECTIONS (5.0).
WILSON LD	04/22/06	3.80	REVIEW OBJECTION MATERIALS (2.0); PARTICIPATE ON CONFERENCE CALL TO DISCUSS OBJECTIONS (1.8).
WILSON LD	04/23/06	1.50	REVIEW DRAFT EXHIBITS (0.5); REVIEW OBJECTIONS FILED BY UNIONS (1.0).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WILSON LD	04/24/06	3.90	CONFER POLISENO ON TRANSACTION ISSUES INVOLVING UNION (0.4); REVIEW OBJECTIONS AND MATERIALS CIRCULATED BY OMM ON SAME (1.5); RESEARCH POINT OF LAW FOR REPLY BRIEF (1.0); PARTICIPATE ON STRATEGY CALL WITH CLIENT AND OMM (1.0).
WILSON LD	04/25/06	8.40	COORDINATE REVIEW AND PRODUCTION OF EXPERT RELIANCE AND RULE 26 MATERIALS (4.0); PREPARE DISCLOSURES FOR SAME (1.0); DRAFT POTENTIAL SUPPLEMENTAL DECLARATIONS FOR SAME (1.5); CONFER OMM ON UPDATE TO EXPERT MATERIALS (0.4); REVIEW DISCOVERY DISPUTE (0.5); PARTICIPATE ON STATUS CALL (1.0).
WILSON LD	04/26/06	8.30	REVIEW AND COORDINATE EXPERT MATERIALS (2.0); COORDINATE ON CONFIDENTIALITY STIPS WITH JANGER AND SHIVAKAMUR (0.5); REVIEW SAME (0.5); CONFER ON MEET AND CONFER ISSUES (0.3); REVIEW OBJECTION PAPERS AND DISCOVERY LETTERS (2.0); CONFER CALL ON ISSUE STATUS FOR 1113 (1.0); ORGANIZE AND TRACK OUTSTANDING DISCOVERY REQUESTS (2.0).
WILSON LD	04/27/06	8.30	REVIEW POTENTIAL PRECEDENT FOR MOTION TO COMPEL (1.9); RESEARCH ISSUES RE: SAME (1.0); CONFERENCE ON DISCOVERY ISSUES (0.8); DRAFT MOTION TO COMPEL MATERIALS (1.4); PARTICIPATE ON NIGHTLY CALL ON STATUS (1.0); REVIEW DRAFT REPLY MATERIALS (1.7); VERIFY EXPERT MATERIALS (0.5).
WILSON LD	04/28/06	13.70	DRAFT AND REVISE POTENTIAL MOTION TO COMPEL PAPERS (4.0); COORDINATE PRODUCTION AND REVIEW OF IUE REQUEST DOCUMENTS (1.0); PREPARE FOR MEET AND CONFER ON 1113 ISSUES (0.8); PARTICIPATE IN MEET AND CONFER WITH UNIONS ON DISCOVERY ISSUES (1.5); REVIEW EXPERT MATERIALS (3.0); REVIEW DRAFT 1113 REPLY PAPERS (1.4); REVIEW NOTES FROM MEETING (0.5); DRAFT INITIAL PORTIONS OF MEET AND CONFER REPORT (1.5).
WILSON LD	04/29/06	13.60	REVIEW EXPERT MATERIALS (2.8); COORDINATE AND CONDUCT REVIEW OF DOCUMENTS PER IUE REQUEST (4.0); REVISE AND DRAFT MEET AND CONFER REPORT (3.9); REVIEW DRAFT 1113 MATERIALS FOR FILING (2.0); PARTICIPATE ON TELECONFERENCE RE: STATUS AND DRAFTS (0.5); COORDINATE COMMENTS TO BRIEF WITH FURFARO (0.4).

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

WILSON LD	04/30/06	9.60	REVIEW MATERIALS FOR IUE PRODUCTION (2.8); REVIEW LATEST DRAFT OF REPLY PAPERS (2.6); TELECONFERENCE CALL ON PAPERS (0.5); REVIEW AND COMMENT ON DECLARATIONS (2.0); TELECONFERENCE ON BRIEF CHANGES (0.9); REVIEW OBJECTION PRECEDENT (0.8).
		<b>142.30</b>	
ZALTZMAN H	04/24/06	7.00	RESEARCH CASE LAW AND OTHER SOURCES RE: AUTHORITY OF ACTION FOR 1113 REPLY BRIEF (3.2); CORRESPOND WITH H. SON AND R. JUNGER OF OMM RE: 1113 RESEARCH ISSUE (0.4); RESEARCH CASE DOCKETS FOR ORDERS RE: AUTHORITY FOR ACTION FOR 1113 REPLY BRIEF (2.8); DRAFT EMAIL EXPLAINING FINDING OF RESEARCH FOR 1113 REPLY BRIEF (0.6).
ZALTZMAN H	04/25/06	3.00	SPEAK WITH H. SON OF OMM RE: 1113 REPLY BRIEF (0.2); RESEARCH FURTHER CASE LAW AND DOCKET RESEARCH RE: 1113 REPLY BRIEF (2.0); CORRESPOND WITH H. SON OF OMM RE: 1113 REPLY RESEARCH (0.3); RESEARCH CASE LAW RE: "INTERESTED PARTIES" (0.5).
ZALTZMAN H	04/26/06	0.20	CORRESPOND WITH H. SON OF OMM RE: 1113 REPLY BRIEF (0.2).
ZALTZMAN H	04/27/06	2.20	RESEARCH PRECEDENT FOR 7007-1 AFFIDAVIT FOR 1113 PURPOSES (0.4); DRAFT NOTICE OF MOTION TO COMPEL DISCOVERY (0.2); DRAFT 7007-1 AFFIDAVIT FOR MOTION TO COMPEL DISCOVERY RE: 1113 (0.5); CORRESPOND WITH H. SON OF OMM RE: 1113 REPLY BRIEF (0.1); RESEARCH CASE LAW LANGUAGE RE: EVOLVING NATURE OF BANKRUPTCY PROCEEDING FOR 1113 REPLY BRIEF (1.0).
		<b>12.40</b>	
<b>Total Associate</b>		<b>683.80</b>	

**SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP AND AFFILIATES**

DEMMA J	04/04/06	0.60	PREPARE EXHIBIT MATERIALS RE: APPALOOSA MANAGEMENT FOR APRIL 7, 2006 OMNIBUS HEARING (0.6).
DEMMA J	04/05/06	0.70	ORGANIZE APPALOOSA MATERIALS FOR APRIL 7, 2006 OMNIBUS HEARING (0.7).
DEMMA J	04/06/06	3.20	UPDATE DEPOSITION ABSTRACT OF KENNETH HO FOR APRIL 7, 2006 OMNIBUS HEARING (2.6); INDEX MATERIALS RE: APPALOOSA MANAGEMENT (0.6).
DEMMA J	04/07/06	1.10	UPDATE APPALOOSA DOCUMENT PRODUCTION FILES (1.1).
DEMMA J	04/28/06	1.30	PREPARE/INDEX MATERIALS RE: HOURLY ATTRITION PROGRAM FOR ATTORNEY REVIEW (1.3).
		<b>6.90</b>	
DONNELLY NP	04/21/06	2.80	ASSEMBLE FOR ATTORNEY REVIEW THE 4/21/2006 COURT FILINGS MADE BY COUNSEL FOR UNIONS (2.8).
DONNELLY NP	04/24/06	1.50	ASSEMBLE FOR ATTORNEY REVIEW THE DELPHI'S SECTION 1113/1114 PLEADINGS AS WELL AS THE OPPOSING BRIEF (1.5).
DONNELLY NP	04/26/06	1.90	ASSEMBLE FOR ATTORNEY REVIEW THE CHART OF DISCOVERY CORRESPONDENCE (1.9).
DONNELLY NP	04/28/06	6.60	PREPARE DISTRIBUTION OF ALL EXPERT REPORTS AND DRAFT BRIEFS (4.1); REVIEW MEET AND CONFER SUMMARY (2.5).
DONNELLY NP	04/29/06	6.80	ASSEMBLE FOR ATTORNEY REVIEW THE UAW EXPERT RELIANCE MATERIALS (2.8); ASSIST WITH DOCUMENT PRODUCTION (4.0).
		<b>19.60</b>	